

MacFarlane, Shainah (INFC)

From: [REDACTED]
Sent: March 17, 2017 1:50 PM
To: Westmacott, Chad (INFC); Fortin3, Marc (INFC); Soler, Roger (INFC)
Cc: [REDACTED] Matharu, Krishen (INFC)
Subject: RE: Quayside RFP
Attachments: Key Messages - Qs and As FINAL March 17.docx; Waterfront Toronto Quayside Statement FINAL March 17.pdf

Further to my email from yesterday please find Qs & As and top line messaging attached.

Happy to discuss further. Don't hesitate to call.

From: [REDACTED]
Sent: Thursday, March 16, 2017 3:08 PM
To: 'Westmacott, Chad (INFC)' <chad.westmacott@canada.ca>; 'marc.fortin3@canada.ca' <marc.fortin3@canada.ca>; Roger Soler (roger.soler@canada.ca) <roger.soler@canada.ca>
Cc: [REDACTED]; Krishen Matharu (krishen.matharu@canada.ca) <krishen.matharu@canada.ca>
Subject: RE: Quayside RFP

Gentlemen –

Hope all is well.

As you know, over the last several months we have been crafting an RFP to secure an Innovation and Funding Partner(s) for Quayside. The RFP is scheduled to be released tomorrow afternoon (Friday March 17th). Through this process we are seeking innovation and technology partners, equity investors and infrastructure -oriented funds to help initiate the business plan and phasing strategy for the precinct. Vertical real estate developers, architects, planners and contractors will be sought through subsequent RFPs.

We are in the process of crafting Q's & A's and top line messaging that we plan on sharing with you late today or tomorrow morning. Given this is a WT led RFP (with land owned directly by WT and the City) , in the event that are any media inquiries we suggest you direct them back to WT. We have also given your Minister's Office a similar heads up.

Happy to discuss further.

Waterfront Toronto | 1310-20 bay street | toronto ON M5J 2N8

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Quayside Development Opportunity
Innovation and Funding Partner Request for Proposals
Q's and A's and Key Messages
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KEY MESSAGES

- *Waterfront Toronto is seeking a unique partner, one with invention ingrained in its culture, which can join us in transforming conventional business practices and establishing a benchmark climate positive community in Toronto that will lead the world in city building practices.*
- *Cities around the world are facing universal challenges, such as the imperative to address climate change, the increasing disparity in housing affordability and how to ensure prosperity in the face of a changing economy.*
- *This new waterfront community, Quayside, will be a globally significant and precedent-setting community that will showcase advanced technologies, building materials, sustainable practices and innovative business models that demonstrate pragmatic solutions toward climate positive urban development.*
- *Working with our partner, we aim to place Quayside on the leading edge of global best practices in the area of sustainable city building.*
- *Quayside will also afford a significant opportunity to generate prosperity by continuing to build the emerging economic hubs on the waterfront, including employers and job creators in the green technology, film and television production, digital media and information technology sectors.*
- *Success will be measured by the ability of Waterfront Toronto and our partner to address in a practical manner the sustainability, inclusivity and prosperity challenges, showcase those innovations at a significant scale, assist companies in growing to scale and positioning their solutions globally, and apply those solutions to create a new global benchmark for sustainable, and inclusive urban development.*
- *The Quayside site consists of three separate blocks of land located in downtown Toronto at the east end of Queens Quay. The site will eventually include the redesign and reconstruction of the intersection of Queens Quay and Parliament Street.*
- *This RFP is not for the disposition of these lands.*
- *We are focused on finding the right partner through this fair, open and transparent RFP process, and on creating and executing a vision that reflects our shared aspirations.*

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QUESTIONS AND ANSWERS

What are you hoping to achieve with this project?

- *Quayside will establish a precedent-setting waterfront community that will be on the leading edge of global best practices in the areas of design and sustainable city building. We and our partner will establish Quayside as a globally significant mixed-use project that showcases advanced technology and approaches for sustainable community development and encourages market transformation towards climate-positive waterfront development.*
- *Our aspiration is to:*
 - *Create a climate positive community, which means net-negative operational Greenhouse Gas (GHG) emissions. Under the Climate Positive Development Program, projects reduce their emissions, capture carbon on-site (by creating carbon sinks), and offset the remainder by exporting clean energy or investing in carbon reduction initiatives in the surrounding community.*
 - *Develop affordable rental housing, as well as market rental housing*
 - *Use the project as a testbed for new technologies, building materials, sustainable practices and innovative business models that demonstrate pragmatic solutions and assist companies in growing to scale and positioning their solutions globally.*

What is the criteria for choosing a partner?

- *We are looking for a partner that shares our aspirations and will help create and fund a globally-significant community that will showcase advanced technologies, building materials, sustainable practices and innovative business models that demonstrate pragmatic solutions toward climate positive urban development.*
- *Our evaluation is based on pre-established evaluation criteria that covers the bidders' vision for Quayside, their implementation plan, the strength and experience of their teams, as well as financial and technical capacity.*
- *We also have a Fairness Advisor – Retired Justice Coulter Osbourne – who is overseeing the process to make sure it's fair, open and transparent.*

What is the partner going to do? What is WT going to do?

- *Waterfront Toronto, with the partner, we will establish a clear vision and action plan for creating a vibrant, climate-positive and prosperous community – one that will serve as a national and global model to encourage market transformation towards climate-positive city building.*

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- *We want to encourage potential partners to think beyond current development and building prototypes, and to work with us on the conceptualization, business planning and implementation stages of Quayside.*
- *The partner will work with Waterfront Toronto to define the vision and goals for Quayside, the measureable outcomes, and to identify technologies, infrastructure, strategies and the necessary future partners that will ensure the Project's success.*
- *The Quayside Project will also afford a significant opportunity to generate prosperity by continuing to build the emerging economic hubs on the waterfront, including employers and job creators in the green technology, film and television production, digital media and information technology sectors.*
- *As part of a vibrant waterfront, the Project also has potential to accommodate diverse retail, commercial and institutional development, which may include academic and cultural centres.*

How long will it take to build?

- *We are focused on finding the right partner through this fair, open and transparent RFP process, and on creating and executing a vision that reflects our shared aspirations.*

How does the City's normal development approvals process apply here?

- *At this point, Quayside is subject to all normal approvals by the city. As we look to advance new solutions and approaches to addressing universal urban challenges, we look forward to working with the City on many of these pilot initiatives, including processes to help advance implementation.*

Have you talked to developers or others about how realistic this is?

- *Waterfront Toronto has talked to a wide variety of developers and investors who might have an interest in this project. There is strong market interest in Quayside.*

What is the relationship between Quayside and future development in the eastern waterfront and Port Lands?

- *Should the Port Land Flood Protection Project become a reality, a large and underused piece of land next to downtown will become available for revitalization.*
- *As the directing agency for the waterfront lands Waterfront Toronto considers that by achieving key objectives for Quayside, it may be beneficial to advance the solutions, processes and partnerships proven successful through the Project to subsequent developments on the eastern*

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waterfront, as those lands become available to Waterfront Toronto – and through the established protocols with the City of Toronto.

- *With the partner, the co-creation of the guiding vision for Quayside will inform how projects may be advanced in other waterfront lands.*

Has something like this been done elsewhere? Do you have an example of how this has worked in other places?

- *We are aware of various projects in other cities that have attempted to achieve similar individual goals as Quayside. However, our understanding is that Quayside is unique in that it will integrate multiple approaches and solutions – rather than focusing on one specific challenge.*
- *We have also worked with external experts at Arup and KPMG to help define high-level objectives for Quayside.*

How will you measure success on this project?

- *Success will be measured by the ability of Waterfront Toronto and our partner to address in a practical, implementable manner the sustainability, inclusivity and prosperity challenges, showcase those innovations at a significant scale, assist companies in growing to scale and positioning their solutions globally, and apply those solutions to create a new global benchmark for sustainable, inclusive urban development.*

Do governments know about and approve of this project?

- *As with all Waterfront Toronto projects, we inform our government partners and seek guidance on how we can help to achieve their goals. Quayside was included in our 2017-18 Corporate Plan, which has been approved by our Board of Directors in December of 2016 and which has been shared with all of our government partners.*
- *Yes, and they are supportive of this project and its objectives – as defined in our Corporate Plan.*

Who will respond to this RFP? What types of companies do you expect to respond?

- *There are a lot of companies working in this area right now – that are focused on making buildings more energy efficient, making neighbourhoods healthier, making families of all ages and incomes welcome and using technology to shape the best solutions.*
- *Both local and international companies have expressed interest in Quayside.*



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- *We expect that there will be significant interest from individual organizations and from groups of companies or consortiums. We are interested in partnering with those who want to shape a vision of Quayside and help make that vision a reality.*

Where is Quayside? What's in the site?

- *The Quayside site consists of three separate blocks of land located in downtown Toronto at the east end of Queens Quay. The site will eventually include the redesign and reconstruction of the intersection of Queens Quay and Parliament Street.*
- *This change implements elements of the Toronto City Council-approved Keating Channel Precinct Plan and the Ministry of Environment and Climate Change-approved Lower Don Lands and East Bayfront Transit Environmental Assessments.*
- *The Quayside development site is publicly-owned through Waterfront Toronto and the City of Toronto. There is one parcel of land adjacent to the primary development area that is privately-owned and not part of the RFP.*
- *(IF ASKED FURTHER) Until we have a partner and plan in place, we will not speculate on that land.*



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Waterfront Toronto Takes First Step in Building Quayside: A New Community That Will Provide Testbed for Solutions to Pressing Urban Challenges

RFP Released Today to Find Partner for Precedent-Setting Project

Toronto, March 17 – As cities around the world face pressing challenges in developing more sustainable, accessible, inclusive and prosperous communities, Waterfront Toronto has launched a process to create a new precedent-setting waterfront community called Quayside. The aim is to establish Quayside as a testbed for emerging technologies, materials and processes that will address these challenges and advance solutions that can be replicated in cities worldwide.

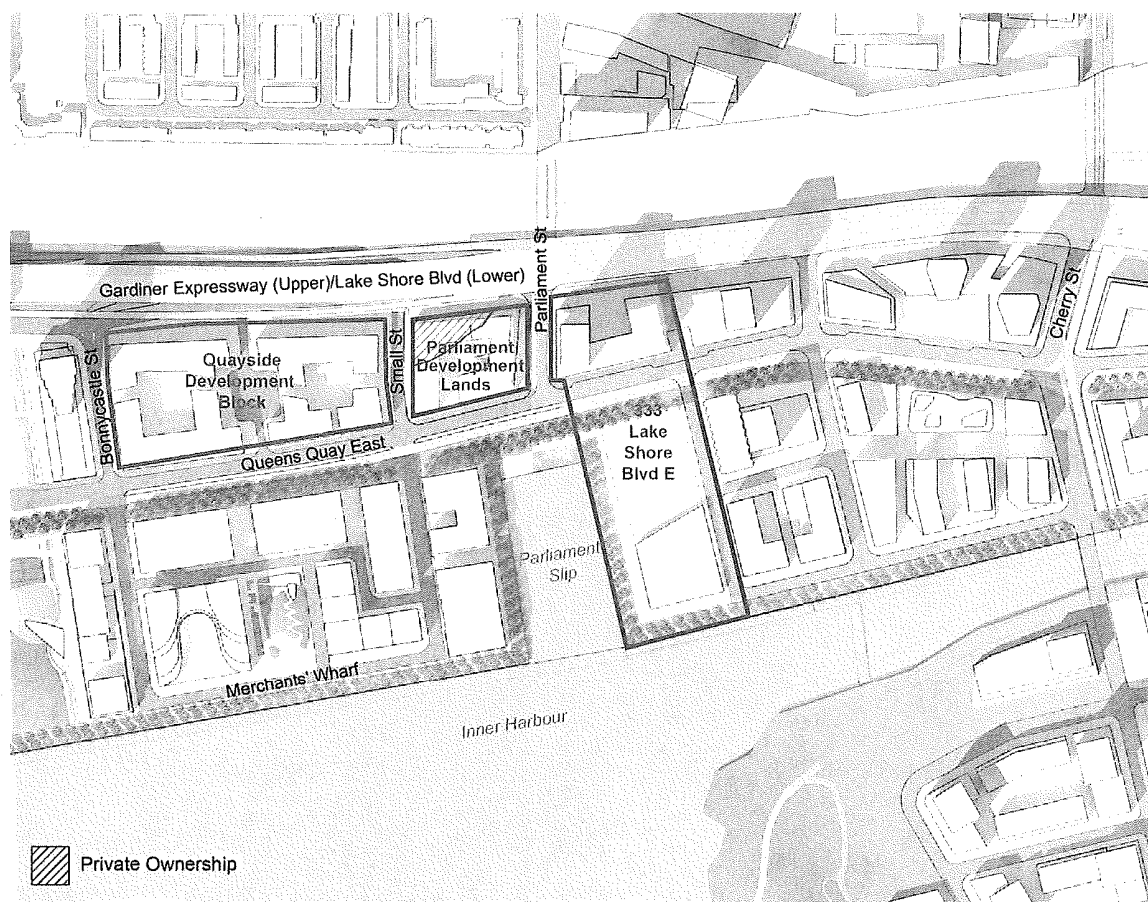
Toronto is the fastest growing large metropolitan area in North America. As the downtown core experiences sustained population and job growth, demand for space continues to outpace supply. In response, the city's post-industrial waterfront is transforming into a compelling destination with a number of high-quality residential and commercial developments, best-in-class technology infrastructure, and vibrant public spaces. At the same time, many challenges confront us; climate change is a reality that must be addressed; there is a backlog of critical infrastructure; urban mobility is a growing challenge; there is an increasing disparity in housing affordability – particularly for working class families; government funding is constrained; and, new technologies are changing the employment market. The question is: how can our efforts advance innovative solutions to these challenges that both fulfill Waterfront Toronto's mandate and produce new regional, national and global city-building models?

Today, Waterfront Toronto released a [Request for Proposals](#) (RFP) aimed at selecting an innovation and funding partner for Quayside that will join with us in advancing ambitious, high-level objectives, including:

- **Sustainability, Resiliency and Urban Innovation:** Create a globally significant demonstration project that advances a new market model for climate-positive urban developments. Pilot, on a large scale, leading sustainability and resiliency practices that address local, national and global carbon emission reduction targets. Incorporate technology advancements that enhance efficiencies and improve the overall quality of life for citizens, employees, students and visitors to the area;
- **Complete Communities:** Establish a complete community that emphasizes quality of place, and provides a range of housing types for families of all sizes and income levels within a robust mix of uses, including public open space, culture, recreation, retail, education-related activities and offices;
- **Economic Development and Prosperity:** Provide a testbed for Canada's cleantech, building materials and broader innovation-driven sectors to support their growth and competitiveness in global markets; and
- **Partnership and Investment:** Develop a new partnership model that ensures a solid financial foundation, manages financial risk and secures revenue.

Quayside will provide a significant opportunity to generate prosperity by continuing to build the emerging technology-based economic hubs on the waterfront, including employers and job creators in the green technology, film and television production, digital media and information technology sectors. Quayside will also benefit from Canada's first open-access, ultra-high-speed broadband community network, which is currently giving residential and business users access to advanced fibre-optic technology that delivers internet connection speeds that are exponentially faster than standard networks.

The RFP seeks a partner which will help create and realize an unparalleled vision for Quayside, and to materially contribute to project funding. The partner could be an individual organization, a joint venture, consortium or other legal arrangement. The fair, open and transparent process – which includes advice from a committee of external subject matter experts and approval by Waterfront Toronto's Board of Directors – is anticipated to select a partner by mid-summer, to be followed by negotiations between Waterfront Toronto and the successful partner on the longer-term vision for Quayside. In subsequent stages, Waterfront Toronto and the Partner will engage the market more broadly to secure infrastructure design and delivery partners, as well as development partners.



Quayside Project Location in downtown Toronto

The 4.9 hectare (12 acre) Quayside site, as shown above, consists of three separate blocks of land located in downtown Toronto at the east end of Queens Quay. The site will eventually include the redesign and reconstruction of the intersection of Queens Quay and Parliament Street. The Quayside development site is publicly-owned through Waterfront Toronto and the City of Toronto. There is one parcel of land adjacent to the primary development area that is privately owned and not part of the RFP.

About Waterfront Toronto

The Governments of Canada, Ontario and the City of Toronto created Waterfront Toronto in 2001 to oversee and lead the renewal of Toronto's waterfront. We are working to transform Toronto's waterfront for the people of Toronto, Ontario and Canada, to foster economic growth and to redefine how the city, province and country are perceived by the world.

Our mandate is to deliver a revitalized waterfront that brings together the most innovative approaches to sustainable development, excellence in urban design, real estate development, and leading technology infrastructure. We are delivering on important public policy objectives to:

- Reduce urban sprawl
- Develop sustainable communities
- Increase the supply of affordable housing
- Create more parks and public spaces
- Expand public transit
- Increase economic competitiveness

Since our inception, we have generated a successful track record delivering critical infrastructure and transit, parks and public spaces, affordable housing, advanced sustainability models and communications networks. These efforts have resulted in over \$10 Billion of private investment within and adjacent to the waterfront area. Toronto's new waterfront communities will help to keep the city competitive with major urban centres around the world for investment, jobs and talent. Our revitalization work is helping Torontonians and visitors reconnect with the waterfront as a place to live, work and play.

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For more information, please contact:

Andrew Hilton
Director of Communications and Public Engagement, Waterfront Toronto
Telephone: 647-288-8048
Mobile: 416-427-4613
E-mail: ahilton@waterfronttoronto.ca

MacFarlane, Shainah (INFC)

From: [REDACTED]
Sent: June 8, 2017 10:58 AM
To: Hooper, Erin (INFC)
Subject: RE: URGENT - Tech Partner

RFP closed April 27th.

We are currently in black out period. We had our first Commercially Confidential meetings (CCMs) with the proponents the week of May 29th. We have a second round of CCMs the week of July 3rd.

We may have a third round of CCMs at the end of July with the expectation that the best and final offer submissions will be due on or around August the 18th. We will then evaluate and are targeting a recommendation to our Board of the preferred proponent at the September Board meeting pending the progress of early stage negotiations.

From: Hooper, Erin (INFC) [mailto:erin.hooper@canada.ca]
Sent: Thursday, June 8, 2017 10:53 AM
To: [REDACTED]
Subject: RE: URGENT - Tech Partner

Sorry, another one – when does the RFP close/when did it close?

From: [REDACTED]
Sent: June-08-17 10:45 AM
To: Hooper, Erin (INFC) <erin.hooper@canada.ca>
Subject: RE: URGENT - Tech Partner

It has been pushed to the Fall – we are now looking at late September/ early October announcement for an innovation partner.

From: Hooper, Erin (INFC) [mailto:erin.hooper@canada.ca]
Sent: Thursday, June 8, 2017 10:37 AM
To: [REDACTED]
Subject: RE: URGENT - Tech Partner

Good morning [REDACTED]

What is the latest on the date for an announcement of a partner for Quayside? Still June/July or has it been pushed?

Erin

From: [REDACTED]
Sent: March-09-17 2:29 PM

To: Soler, Roger (INFC) <roger.soler@canada.ca>

Subject: RE: URGENT - Tech Partner

ATIA - 19(1)

ATIA-16(2)(c)

Innovation partner yes. March 17th RFP release date - firm and holding. Announcement of partner in June/July.

From: Soler, Roger (INFC) [<mailto:roger.soler@canada.ca>]

Sent: Thursday, March 9, 2017 2:28 PM

To: [REDACTED]

Subject: URGENT - Tech Partner

Are you still on track for March RFP release or later? ; announcement in June or ??

Roger G. Soler

Roger.Soler@Canada.ca

B: 613-946-3085

C: [REDACTED]

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: October 11, 2017 12:42 PM
To: Soler, Roger (INFC)
Subject: Fw: PRES_Quayside Board Briefings October 2017_VER_001_FNL.pdf
Attachments: PRES_Quayside Board Briefings October 2017_VER_001_FNL.pdf

Sent from my BlackBerry - the most secure mobile device - via the Rogers Network

From: [REDACTED]
Sent: October 11, 2017 12:42 PM
To: [REDACTED]
Cc: [REDACTED]
Subject: PRES_Quayside Board Briefings October 2017_VER_001_FNL.pdf

PDF of presentation.

[REDACTED]

Quayside

Innovation & Funding Partner RFP

Waterfront Toronto Board of Directors Briefing

October 11, 2017



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Agenda



Part 1: Introduction to Quayside RFP

Part 2: Selection Process

Part 3: Preferred Proponent

Part 4: Towards a Working Partnership

Part 5: Key Considerations

Part 6: Next Steps

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Part 1: Introduction to Quayside RFP



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Background



- Waterfront Toronto and the City own approximately 12 acres of land in the East Bayfront and Keating Channel Precinct named Quayside.
- In 2015 WT intended to dispose of the lands using its standard process; a real estate RFP to sell the lands to a developer for market condos that conform to Waterfront Toronto's policy objectives.
- In early 2016, we determined that a traditional approach would not yield the outcomes Waterfront Toronto aspires to regarding sustainability, innovation and prosperity.
- A new approach was required: Waterfront Toronto engaged ARUP and KPMG to help frame this new approach and undertake market sounding

Overview of the Opportunity



Waterfront Toronto set out to find a unique partner, one with innovation ingrained in its culture, to transform conventional business practices and help establish a benchmark climate positive approach to city building that will lead the world in best practices.

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The Challenges and Objectives



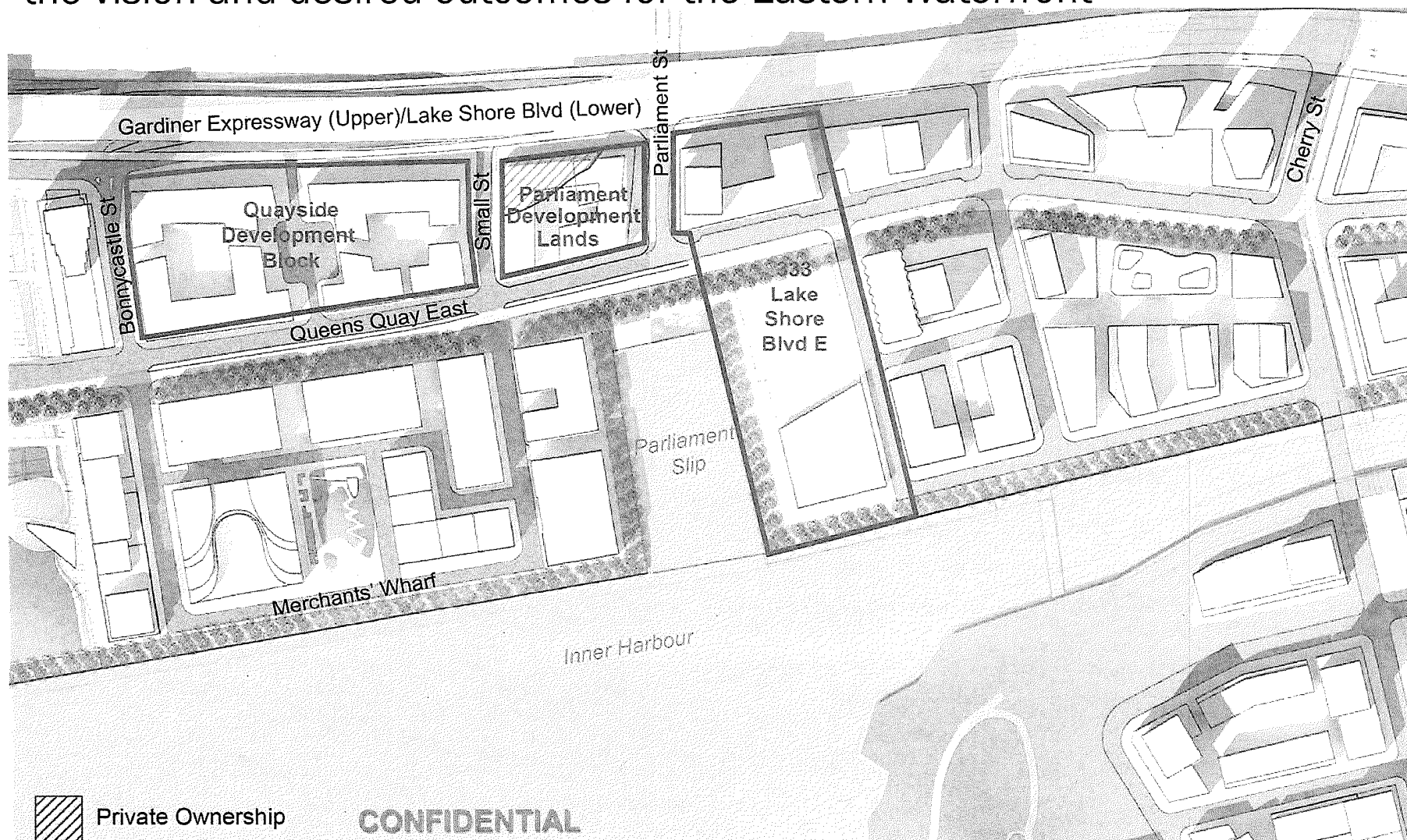
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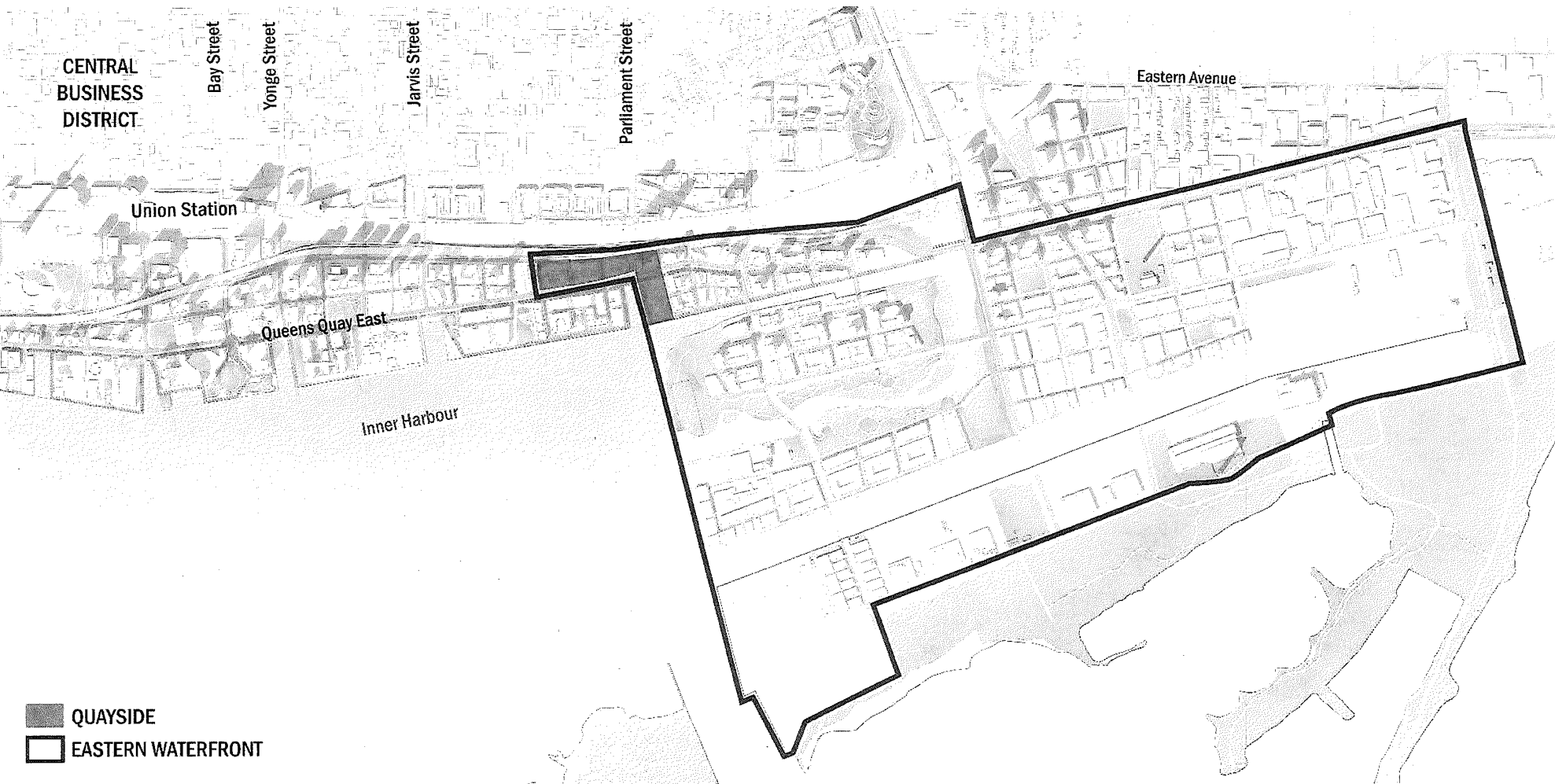
The Subject Lands and their Context



Pilot for a vibrant, climate-positive and prosperous community, testing, establishing and transferring best practices to future developments, guiding the vision and desired outcomes for the Eastern Waterfront



Planning Future Developments



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Waterfront Toronto

Innovation & Funding Partner

Infrastructure, Design & Delivery Partners

Real Estate Development Partners
(Developers, architects, planners, contractors, etc.)

FUTURE PROCESS

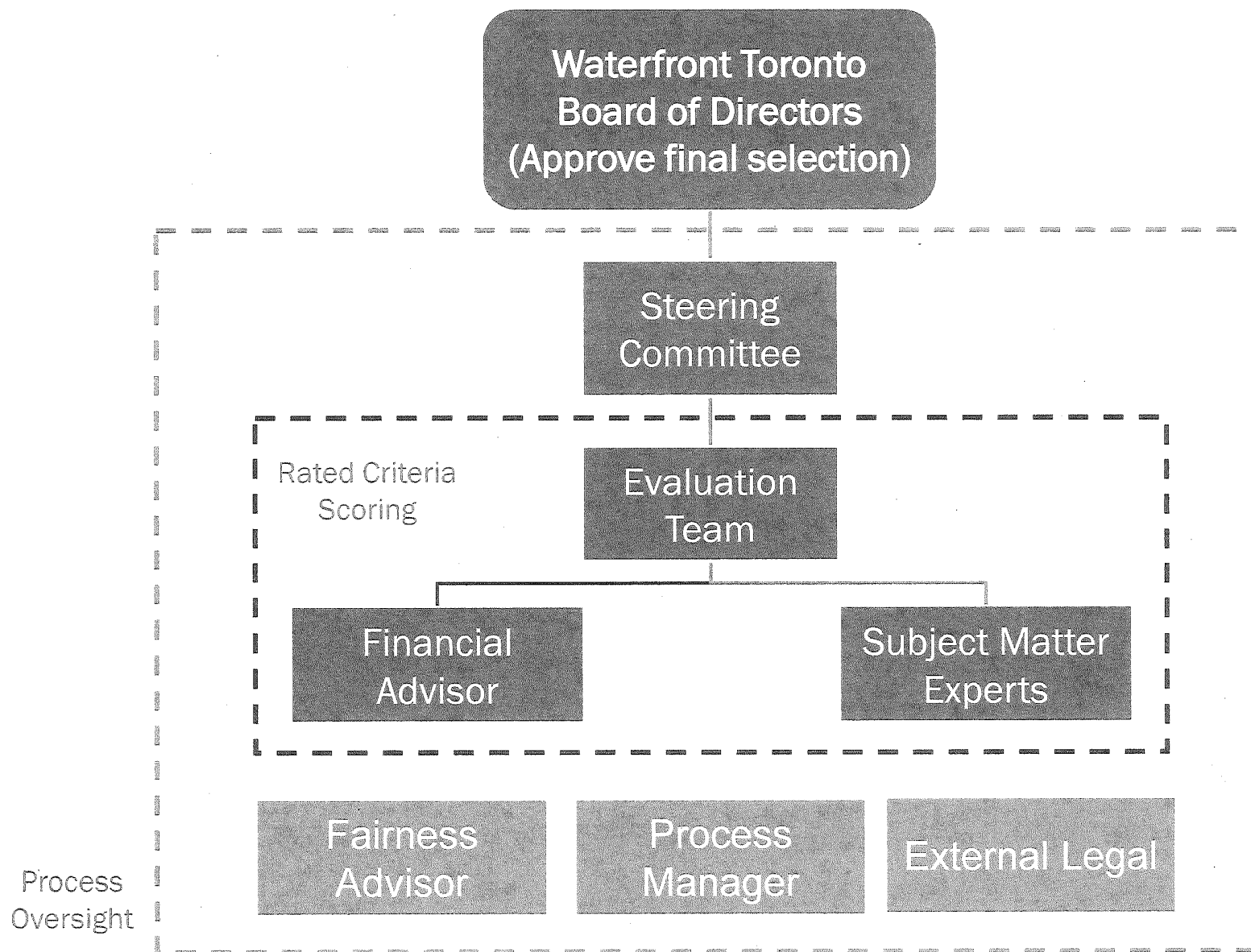
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Part 2: Selection Process



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Extensive Evaluation Process and Oversight



A Robust Selection Process



Quayside RFP Timeline

Milestone	Date
Steering Committee Meeting # 1	February 14, 2017
RFP Released	March 17, 2017
Bidders Meeting (Optional)	March 30, 2017
First Round Submissions Due	April 27, 2017
Evaluation Meeting	May 12, 2017
Steering Committee Meeting # 2	May 17, 2017
Shortlist Notification	May 19, 2017
Shortlist Commercial Confidential Meetings (4 rounds)	May 29 – August 11, 2017
Best and Final Offer (BAFO) Submissions Due	August 22, 2017
Evaluation Meeting – BAFO	August 30, 2017
Steering Committee # 3	September 11, 2017
Preferred Proponent Notification	September 11, 2017
Negotiations with the Preferred Proponent	September 19 – October 8, 2017

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Stage 1 Evaluation Criteria



Criteria	Weighting
A. Project Vision and Business Implementation Plan	
i. Vision	45 Points
ii. Business Implementation Plan	30 Points
B. Team Composition and Organizational Chart	25 Points
	Total 100 Points
C. Financial Strength of Firm	Pass/Fail

BAFO Evaluation Criteria



Criteria	Weighting
A. Project Vision and Business Implementation Plan	
i. Refined Project Vision & Outcomes	35 Points
ii. Refined Business Case & Financial Requirements	25 Points
B. Team Composition and Organizational Chart	10 Points
C. Work Plan (including schedule (Gantt Chart))	10 Points
D. Term Sheet Considerations	15 Points
E. Waterfront Toronto Employment Initiative Plan	5 Points
Total	100 Points

A Robust Selection Process



Board & Committee Timeline

Meeting & Materials	Date
Board Meetings	
• Quayside+ concept Introduced as an approach to achieving scale	December 12, 2016
• CEO report	February 10, 2017
• CEO report	April 20, 2017
• CEO report	June 13, 2017
• CEO report	September 14, 2017
• Consideration & Approval	TBD
IREC Meetings	
• Introduction of Quayside+ concept	November 24, 2016
• Draft RFP	February 1, 2017
• Draft Generic I&FP Term Sheet	June 21, 2017
• Sidewalk Labs Initial Term Sheet	September 13, 2017
• Negotiation Advice & Proponent Presentation	September 19, 2017
• Negotiation Advice & Process Update	October 4, 2017
• Special IREC Meeting re: Process	October 10, 2017
• Consideration & Approval	October 12, 2017
Additional Information	
• Steering Committee* Meeting (IREC invited to observe)	September 11, 2017

**Note: Susie Henderson served as the IREC representative on the Quayside Steering Committee.*

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Part 3: Preferred Proponent: Sidewalk Labs



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Sidewalk Labs

Highlights of the Proposal

- Vision: Completely aligned with Waterfront Toronto's vision for Quayside
 - Transformative, ambitious, comprehensive and well articulated vision and approach
 - Demonstrated understanding of, and commitment to, taking lessons learned from Quayside to scale in the broader Eastern Waterfront
 - Provided a detailed analysis of Climate Positive Approach with achievable goals for Quayside based on scope and scale
 - Consistent approach from initial submission to BAFO
- Financial & Economic Development:
 - Provided significant direct investment commitment (up to \$50M) to fully develop plan with reasonable milestones and conditions.
 - Willingness to fund shared costs, including Waterfront Toronto's internal costs during the development of the Master Innovation Development Plan
 - Commitment to move Google Canada HQ to the waterfront as an anchor
 - Commitment to grow Urban Innovation Cluster in the Waterfront (including the Urban Innovation Institute)
 - Focus on engagement with the community and broader partner ecosystem
 - Commitment to open platforms and world class solutions (beyond "Bets")

Sidewalk Labs

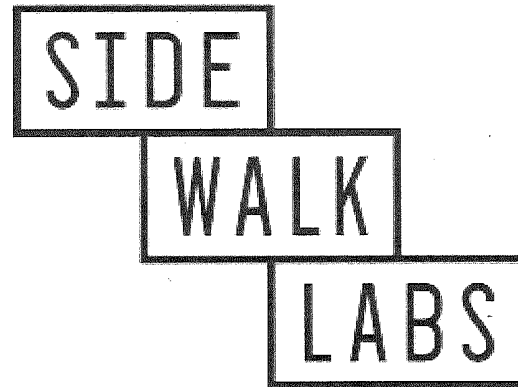
Highlights of the Proposal Continued

- Approach to Partnership/Team:
 - Understands and respects Waterfront Toronto's transparency (e.g. procurement, governance, etc.) and engagement with public stakeholders, governments, etc.
 - Exceptional team with a committed resource allocation to Quayside
 - Team has been specifically selected to achieve the vision of this project
 - Highly responsive to all feedback and concerns conveyed throughout the process
 - Joint responsibility to achieve developments
 - Guiding principles provided for areas where ambiguity will remain until further phases of the project
 - Strong commitment to achieve shared goals
- Readiness:
 - Significant evidence of research and preparation will accelerate early progress
 - Strategy for early pilots (not strictly technical in nature nor limited to Quayside)
- Timelines
 - Aggressive, but reasonable timelines to achieve key milestones with provided human and financial resources

Recommendation



The Evaluation Team recommended, and the steering committee subsequently approved, that Sidewalk Labs be formally selected as the preferred proponent to move forward into negotiations as Waterfront Toronto's Innovation and Funding Partner for the Quayside Project:



Sidewalk Labs – A Subsidiary of Alphabet



Alphabet

SIDE WALK LABS

Google



Maps



Self-Driving
Vehicles

fiber

High-Speed
Internet

verily

Health
Data

nest

Home
Automation



DeepMind

Artificial
Intelligence



Play

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Alignment of Corporate Objectives



Waterfront Toronto Objectives	Sidewalk Labs Objectives
Create a globally-significant demonstration project that encourages market transformation	Establish the world's most innovative urban district
Pilot leading sustainability practices, while providing a testbed for Canada's Cleantech, building materials, and technology sectors to support their competitiveness in global markets	Enable a meaningfully superior quality of life for a diverse population of residents, employers, and employees
Establish a complete community that provides a range of housing, family sizes, and income levels within a mix of uses	Attract and sustain a diverse 21st century economy, including a cluster focused on urban innovation
Secure revenue consistent with Waterfront Toronto's Long-Term Financial Plan objectives, using a partnership model that manages financial risk for Waterfront Toronto and its partners	Provide long-term financial viability
View Quayside as Phase 1 of the Eastern Waterfront	Create a replicable model that could be implemented in multiple locations

Part 4: Towards a Working Partnership



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Timeline Towards a Working Partnership



Stage 0

- Framework Agreement
- Q4 2017

Stage 1

- Initial Definitive Documents
- Q1 2018

Stage 2

- Initial Plan Milestones
- Q2 2018

Stage 3

- Master Innovation & Development Plan
- Subsequent Definitive Documents
- Q4 2018

Waterfront Toronto is at the beginning of an extensive, year-long multi-stage process to develop a business plan for an innovative and sustainable project with Sidewalk Labs.

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Stage 0: Framework Agreement



Executive Summary

1. The Framework Agreement is best understood as an “***agreement to agree.***”
2. It establishes a ***timeline and budget*** for the parties to advance the vision presented in Sidewalk’s RFP into an actionable, concrete business plan and proposal, the “Master Innovation and Development Plan.”
3. The Framework Agreement does not fully define certain key commercial terms (land valuation, procurement, governance, etc.). Rather it ***provides principles*** that are meant to inform more substantive development agreements. These terms will be defined through the business plan.
4. The Framework Agreement provides ***multiple off ramps*** to both parties and ***Sidewalk bears the financial risk*** if future agreement can not be achieved.

Stage 1: Initial Definitive Documents



Initial Definitive Documents:

1. Plan Development Agreement

- Will detail a unified planning approach and establish the roadmap by which Waterfront Toronto and Sidewalk Labs will prepare the Master Innovation and Development Plan

2. Development Plan Budget

- A budget agreed upon by both Waterfront Toronto and Sidewalk Labs that will provide for anticipated expenses for Stages 1, 2 and 3.
- Sidewalk Labs will cover all of Waterfront Toronto's expenses

Associated Funding:

Sidewalk Labs, at the beginning of Stage 1, will start to release the Initial Capital Commitment of \$10 million, as needed, to facilitate the completion of the above Initial Definitive Documents

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Stage 2: Initial Plan Milestones



Initial Plan Milestones

1. Flood Protection Contribution Agreements Executed
2. Reaffirmation of Waterfront Toronto's Mandate
3. Agreement on Scope of Business and Implementation Plan
4. Agreement on Scope of Master Innovation and Development Plan
5. Fair Procurement Standards Established

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Stage 3: Master Innovation & Development Plan



1. Master Innovation and Development Plan (MIDP)

- MIDP will be developed collaboratively between Waterfront Toronto and Sidewalk Labs based on the vision and aspirations set out by Sidewalk's RFP submission.
- The MIDP will detail the plans, pilots and development sequencing for Quayside, while informing future plans for the Eastern Waterfront.
- Waterfront Toronto's Board will have the opportunity to approve the MIDP.

2. Implementation Documents

- Additional definitive documents and structures will be created during the MIDP phase to allow for implementation upon approval by Waterfront Toronto's Board.

Associated Funding

Upon completion of the Initial Definitive Documents and the Initial Plan Milestones, Sidewalk Labs will fund the First Contingent Commitment of \$40 million to complete the MIDP and the Subsequent Definitive Documents

Part 5:

Key Considerations Identified Throughout Negotiations

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Key Considerations



1. Exit ramps
2. Managing reputational risk
3. Approach to Eastern Waterfront: Quayside implementation and scope of Port Lands planning
4. Land valuation and disposition methodology
5. Fair Procurement

1. Exit Ramps



There are a number of opportunities for WT to exit the deal:

1. **Plan Development Agreement (approximately 3 months):** If WT does not approve and agree to sign, the deal is terminated without penalty to WT
2. **Master Innovation and Development Plan (approximately 12 months):**
Again, WT can decide not to approve the MIDP and exit without penalty and still benefit from site specific IP
3. **Anytime:** Additionally, WT can exit anytime until the MIDP is approved without penalty
4. **Implementation phase:** After the approval of MIDP, exit ramps will be negotiated as part of the ongoing transaction documents

Sidewalk Labs has committed to fund the operational costs for the completion of the plans and documents contained in Stages 1, 2 and 3 at a cost of up to \$50 million, to be paid out as per the agreed upon budget and timelines. This is Sidewalk Labs' at risk capital for which they will have no recourse should this agreement be terminated.

2. Reputational Risk



1. Both Waterfront Toronto and Sidewalk Labs acknowledge and share in the reputational risk.
2. The relationship needs to be moved into the public sphere, in order to build consensus amongst our stakeholder groups and regulatory authorities.
3. Announcement will focus on the relationship, collaborative vision and efforts to be undertaken through the MIDP phase (not land acquisition) including public consultation and stakeholder engagement.
4. Early pilots will be selected and rolled out that demonstrate the intersection between urbanism and technology to improve quality of life and build trust in the partnership.

3. Approach to Eastern Waterfront



1. Sidewalk Labs is fully aware of the limits of Waterfront Toronto's authority within the Port Lands:

- Business Implementation Plan
- Reaffirmation of the 2006 MOU
- Council Approval

2. The Framework Agreement is clear that Sidewalk Labs does not have any rights to the land, but will be permitted to work with Waterfront Toronto on the vision/planning of the Eastern Waterfront.

3. Waterfront Toronto has received a legal opinion that the Framework Agreement is within the scope of the RFP:

Waterfront Toronto considers that by achieving key objectives for the Project it may be beneficial to advance the solutions, processes and partnerships proven successful through the Project to subsequent developments on the eastern waterfront, as those lands become available to Waterfront Toronto (as per the established protocols with the City of Toronto). As the directing agency of the waterfront lands, Waterfront Toronto, therefore, reserves the right to do so. The extent to and the manner in which such successful solutions, processes and partnerships are carried forward into subsequent developments of the eastern waterfront could be affected by future applicable procurement policies and additional requirements of the City of Toronto or other funding authorities.

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4. Land Valuation and Disposition Methodology



- The Land Valuation Methodology will be negotiated in upcoming stages.
- There are a number of financial incentives that will come to Waterfront Toronto.
- Preliminary land purchase price considerations:
 - Based on fair market value, subject to considerations regarding contributions to capital and infrastructure
 - Floor price will be established in the Plan Development Agreement (Stage 1)
 - Opportunity for upside participation

Fair market value will be established through an agreed approach in the Plan Development Agreement (Stage 1) and implemented in the Implementation Agreements (Stage 3). Additional financial incentives will be articulated in the Plan Development Agreement (Stage 1).

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5. Fair Procurement

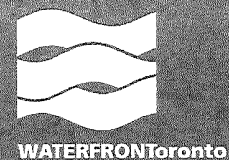


1. Ensuring open procurement policy with regard to technology and infrastructure, including standards-based architecture
2. Determining how to validate and procure solutions that “can not be sourced from the market”
3. Waterfront Toronto has received a legal opinion on an approach to Fair Procurement that will serve as the basis of negotiations with Sidewalk Labs

An initial approach to Fair Procurement will be included as a principle in the Framework Agreement (Stage 0). Additional refinement will be conducted during the negotiation of the Plan Development Agreement (Stage 1). The final policy will be included in the Master Innovation & Development Plan (Stage 3). The Implementation Agreements (Stage 3) will be governed by this policy.

Part 6: Next Steps

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Next Steps



1. Board Briefings – October 11 – 12
2. IREC Meeting – October 12
3. Board Approval
4. Public Announcement
5. Community Town Hall

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Processed under the provisions of the
Access to Information Act / Révisé en
vertu de la Loi sur l'accès à l'information

Questions & Discussion



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WATERFRONToronto

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: October 16, 2017 9:08 AM
To: Soler, Roger (INFC)
Subject: Fw: Fwd: PRES_Quayside Board Oct 16 17 final.pptx
Attachments: PRES_Quayside Board Oct 16 17 final.pptx

Sent from my BlackBerry - the most secure mobile device - via the Rogers Network

From: [REDACTED]
Sent: October 16, 2017 9:07 AM
To: [REDACTED]
Subject: Fwd: PRES_Quayside Board Oct 16 17 final.pptx

[Get Outlook for iOS](#)

From: [REDACTED]
Sent: Monday, October 16, 2017 8:21:46 AM
To: [REDACTED]
Cc: [REDACTED]
Subject: PRES_Quayside Board Oct 16 17 final.pptx

Quayside

Innovation & Funding Partner RFP Waterfront Toronto Board of Directors

October 16, 2017

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Agenda



Part 1: Proponent Selection

Part 2: Governance and IREC Oversight

Part 3: Framework Agreement

Part 4: Key Risks Addressed

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Purpose



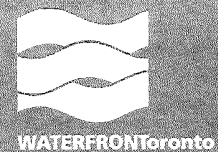
Purpose of this meeting is:

1. To consider and, if appropriate, approve the proposed Framework Agreement for the Quayside Innovation and Funding Partner pursuant to Request For Proposals 2017-13 between Waterfront Toronto, Sidewalk Labs LLC and Sidewalk Toronto LP.
2. To authorize Management to execute the Framework Agreement and undertake the work contemplated in it.

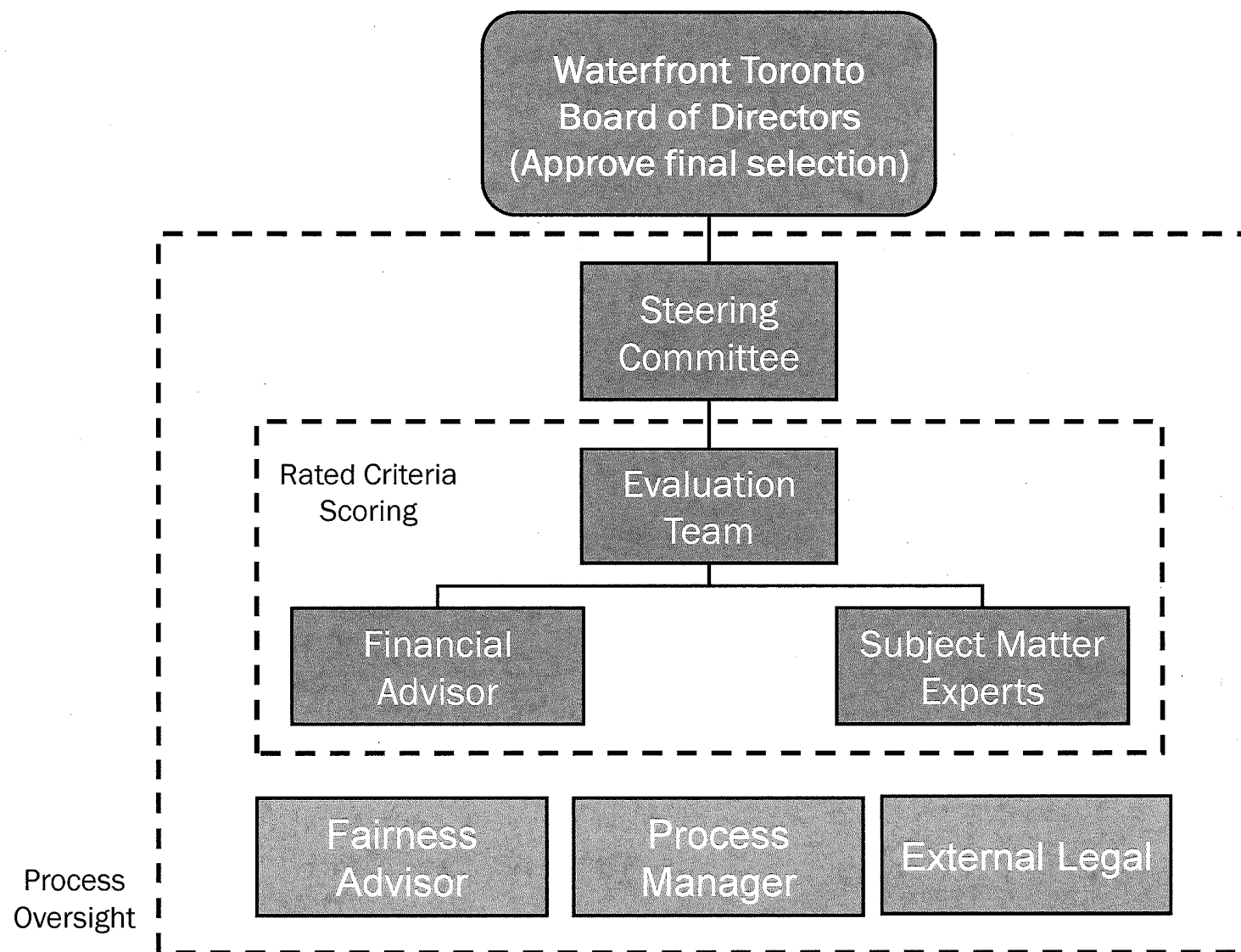
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Part 1: Proponent Selection

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Extensive Evaluation Process and Oversight



Sidewalk Reason for Involvement



1. **Technology Venture Capital** - Sidewalk intends to invest in companies to help grow the urban innovation cluster in Toronto which will provide returns to Sidewalk Labs.
2. **Downstream Real Estate Business Model** – Sidewalk may participate in returns on downstream land dispositions to vertical developers as Waterfront Toronto's innovation and funding partner. Or Sidewalk might be permitted to buy a piece of land to develop a unique project using technologies that cannot be sourced from the market such as the modular affordable housing.
3. **Infrastructure Investment** – To the extent Sidewalk is able to deploy certain infrastructure in the waterfront, user fees could be collected to offset costs.

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Part 2: Governance – IREC Oversight

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Governance – IREC Oversight



- Quayside is a significant project for the Corporation.
- IREC's mandate includes overseeing the evaluation and implementation of significant projects and opportunities.
- IREC involvement in Framework Agreement: 8 meetings covering term sheet, negotiations and key risks.

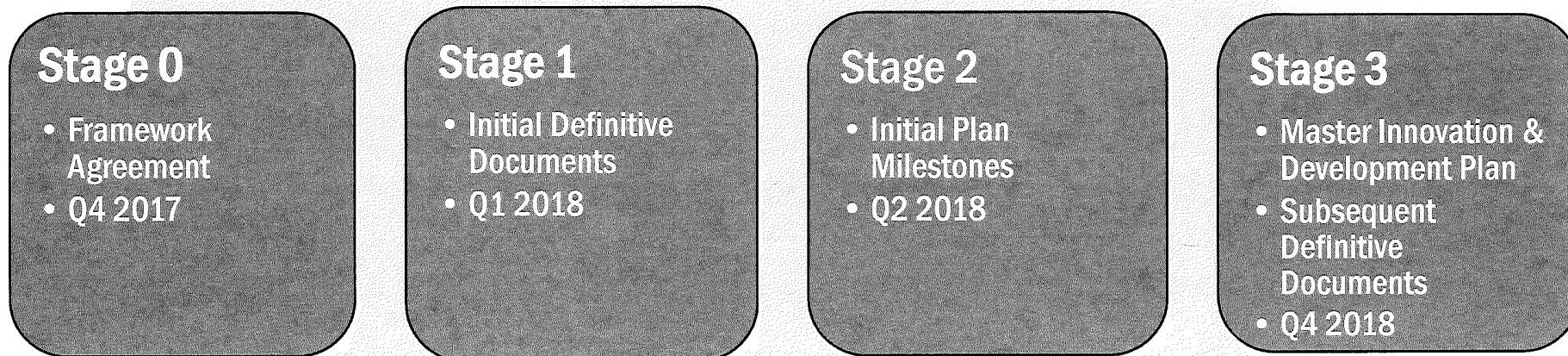
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Part 3: Framework Agreement

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Timeline Towards a Working Partnership



Waterfront Toronto is at the beginning of an extensive, year-long multi-stage process to develop a business plan for an innovative and sustainable project with Sidewalk Labs.

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Stage 0: Framework Agreement



Executive Summary

1. The Framework Agreement is best understood as an “***agreement to agree.***”
2. It establishes a ***timeline and budget*** for the parties to advance the vision presented in Sidewalk’s RFP into an actionable, concrete business plan and proposal, the “Master Innovation and Development Plan.”
3. The Framework Agreement does not fully define certain key commercial terms (land valuation, procurement, governance, etc.). Rather it ***provides principles*** that are meant to inform more substantive development agreements. These terms will be defined through the business plan.
4. The Framework Agreement provides ***multiple off ramps*** to both parties and ***Sidewalk bears the financial risk*** if future agreement can not be achieved.

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Stage 1: Initial Definitive Documents



Initial Definitive Documents:

1. Plan Development Agreement

- Will detail a unified planning approach and establish the roadmap by which Waterfront Toronto and Sidewalk Labs will prepare the Master Innovation and Development Plan

2. Development Plan Budget

- A budget agreed upon by both Waterfront Toronto and Sidewalk Labs that will provide for anticipated expenses for Stages 1 and 2
- Sidewalk Labs will cover all of Waterfront Toronto's expenses

Associated Funding:

Sidewalk Labs, at the beginning of Stage 1, will start to release the Initial Capital Commitment of \$10 million, as needed, to facilitate the completion of the above Initial Definitive Documents

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Stage 2: Initial Plan Milestones



Initial Plan Milestones

1. Flood Protection Contribution Agreements Executed
2. Reaffirmation of Waterfront Toronto's Mandate
3. Agreement on Scope of Business and Implementation Plan
4. Agreement on Scope of Master Innovation and Development Plan
5. Fair Procurement Standards Established

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Stage 3: Master Innovation & Development Plan



1. Master Innovation and Development Plan (MIDP)

- MIDP will be developed collaboratively between Waterfront Toronto and Sidewalk Labs based on the vision and aspirations set out by Sidewalk's RFP submission.
- The MIDP will detail the plans, pilots and development sequencing for Quayside, while informing future plans for the Eastern Waterfront.
- Waterfront Toronto's Board will have the opportunity to approve the MIDP.

2. Implementation Documents

- Additional definitive documents and structures will be created during the MIDP phase to allow for implementation upon approval by Waterfront Toronto's Board.

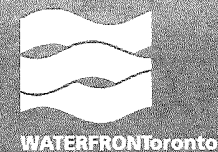
Associated Funding

Upon completion of the Initial Definitive Documents and the Initial Plan Milestones, Sidewalk Labs will fund the First Contingent Commitment of \$40 million to complete the MIDP and the Subsequent Definitive Documents

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Part 4: Key Risks Addressed

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Key Risks Addressed



1. Framework Agreement and RFP – Framework Agreement within scope of RFP (Lalonde, Dentons).
2. Partnership structure –partnership structure deferred to next stage.
3. Termination rights and liability – Framework Agreement has sufficient termination rights, limiting liability for Waterfront Toronto (Macintosh, Dentons).
4. Approach to Eastern Waterfront – Framework Agreement envisions a 12-month planning exercise with no rights to land at this time.

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Key Risks Addressed (cont'd)



5. Land valuation – methodology deferred to next stage.
6. Fair Procurement for downstream processes – Initial principles of Fair Procurement included in Framework Agreement. Additional refinement during Plan Development Agreement and Master Innovation & Development Plan stages.
7. Role of Alphabet – Alphabet has provided a comfort letter regarding the \$50m. Sidewalk Labs LLC will execute Framework Agreement to ensure link to Alphabet.

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Questions & Discussion

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Back up slides

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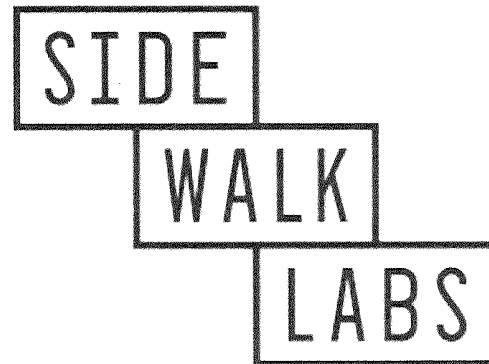


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Recommendation



The Evaluation Team recommended, and the steering committee subsequently approved, that Sidewalk Labs be formally selected as the preferred proponent to move forward into negotiations as Waterfront Toronto's Innovation and Funding Partner for the Quayside Project:



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The Challenges to be Addressed by Quayside

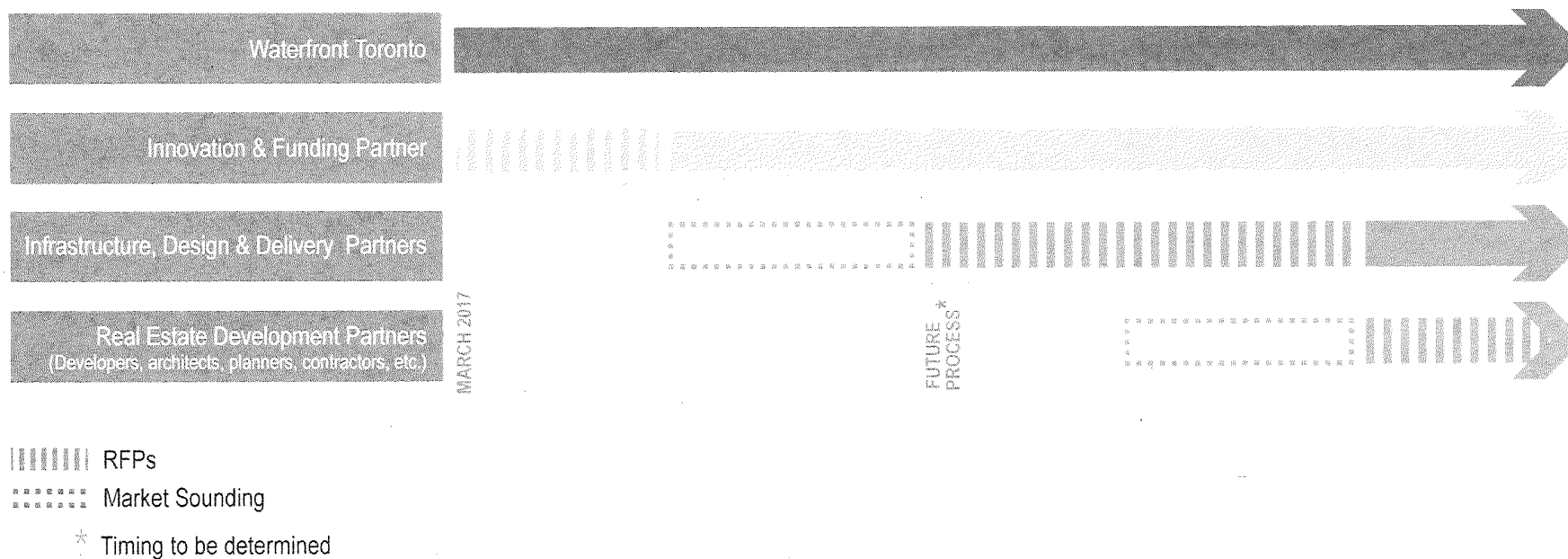


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Future RFPs



The Innovation and Funding Partner RFP is the first in a series:



A Robust Selection Process



Quayside RFP Timeline

Milestone	Date
Steering Committee Meeting # 1	February 14, 2017
RFP Released	March 17, 2017
Bidders Meeting (Optional)	March 30, 2017
First Round Submissions Due	April 27, 2017
Evaluation Meeting	May 12, 2017
Steering Committee Meeting # 2	May 17, 2017
Shortlist Notification	May 19, 2017
Shortlist Commercial Confidential Meetings (4 rounds)	May 29 – August 11, 2017
Best and Final Offer (BAFO) Submissions Due	August 22, 2017
Evaluation Meeting – BAFO	August 30, 2017
Steering Committee # 3	September 11, 2017
Preferred Proponent Notification	September 11, 2017
Negotiations with the Preferred Proponent	September 19 – October 8, 2017

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A Robust Selection Process



Board & Committee Timeline

Meeting & Materials	Date
Board Meetings	
• Quayside+ concept Introduced as an approach to achieving scale	December 12, 2016
• CEO report	February 10, 2017
• CEO report	April 20, 2017
• CEO report	June 13, 2017
• CEO report	September 14, 2017
• Consideration & Approval	TBD
IREC Meetings	
• Introduction of Quayside+ concept	November 24, 2016
• Draft RFP	February 1, 2017
• Draft Generic I&FP Term Sheet	June 21, 2017
• Sidewalk Labs Initial Term Sheet	September 13, 2017
• Negotiation Advice & Proponent Presentation	September 19, 2017
• Negotiation Advice & Process Update	October 4, 2017
• Special IREC Meeting re: Process	October 10, 2017
• Consideration & Approval	October 12, 2017
Additional Information	
• Steering Committee* Meeting (IREC invited to observe)	September 11, 2017

**Note: Susie Henderson served as the IREC representative on the Quayside Steering Committee.*

Extensive Evaluation Process and Oversight



Steering Committee

- **Purpose:** Due diligence, review and, if necessary, challenge work of Evaluation Team
- Members of Waterfront Toronto Executive Team and Board of Directors, external subject matter experts
 - Paul Bedford, Former Chief Planner City of Toronto & Chair, Waterfront Toronto Design Review Panel
 - Valerie Fox, CEO, The Pivotal Point
 - Peter Halsall, Executive Director, Canadian Urban Institute
 - Susie Henderson, Waterfront Toronto Board Member & IREC Representative
 - Will Fleissig, President & CEO Waterfront Toronto (Chair)
 - Meg Davis, Chief Integration Officer, Waterfront Toronto
 - Marisa Piattelli, Chief Strategy Officer, Waterfront Toronto

Extensive Evaluation Process and Oversight



Fairness Advisor

- Hon. Justice Coulter Osborne

Procurement Lawyer, Paul Lalonde, Dentons

- Advice on the RFP documentation and process

Waterfront Toronto Procurement

- Kevin Newson, Director
- Betty Leung, Senior Procurement Manager
- Nancy Wong, Procurement & Contracts Assistant

Waterfront Toronto Legal

- Ian Beverley, General Counsel

Extensive Evaluation Process and Oversight



Evaluation Team

- **Purpose:** Score submissions according to pre-established evaluation criteria in RFP

Waterfront Toronto Staff Members

- Aaron Barter, Innovation & Sustainability Manager
- Erik Cunningham, Director, Development (Co-lead)
- Christopher Glaisek, Senior Vice President, Planning & Design
- Julius Gombos, Senior Project Director
- Angela Li, Development Finance Manager
- Kristina Verner, VP Innovation, Sustainability & Prosperity (Co-lead)
- Carol Webb, Manager, Project Communications

External Subject Matter Experts

- Amanda Smith, Canadian Urban Institute, Sustainability & Resilience
- Michael Drayton, KPMG, Financial Strength & Capacity
- Will Lipson, KPMG, Financial Strength & Capacity

1. Termination Rights and Liability

There are a number of opportunities for WT to exit the deal:

1. **Plan Development Agreement (approximately 3 months):** If WT does not approve and agree to sign, the deal is terminated without penalty to WT
2. **Master Innovation and Development Plan (approximately 12 months):**
Again, WT can decide not to approve the MIDP and exit without penalty and still benefit from site specific IP
3. **Anytime:** Additionally, WT can exit anytime until the MIDP is approved without penalty
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CONFIDENTIAL **which they will have no recourse should this agreement be terminated.**

3. Approach to Eastern Waterfront



1. The Proponent is fully aware of the limits of Waterfront Toronto's authority within the Port Lands:
 - Business Implementation Plan
 - Reaffirmation of the 2006 MOU
 - Council Approval
2. The Framework Agreement is clear that the Proponent does not have any rights to the land, but will be permitted to work with Waterfront Toronto on the vision/planning of the Eastern Waterfront.
3. Waterfront Toronto has received a legal opinion that the Framework Agreement is within the scope of the RFP:

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4. Land Valuation and Disposition Methodology



- The Land Valuation Methodology will be negotiated in upcoming stages.
- There are a number of financial incentives that will come to Waterfront Toronto.
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 - Floor price will be established in the Plan Development Agreement (Stage 1)
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5. Fair Procurement



1. Ensuring open procurement policy with regard to technology and infrastructure, including standards-based architecture
2. Determining how to validate and procure solutions that “can not be sourced from the market”
3. Waterfront Toronto has received a legal opinion on an approach to Fair Procurement that will serve as the basis of negotiations with Sidewalk Labs

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Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: October 31, 2017 2:32 PM
To: Soler, Roger (INFC)
Cc: [REDACTED] Nassif, Marie-Pier (INFC)
Subject: RE: Confidentiality Agreement
Attachments: Confidentiality Agreement - SA edit.doc

Roger,

As per the direction of WT's Board of Directors, attached is a Confidentiality Agreement which is required to be signed in order to receive the Framework Agreement for Quayside and the letter outlining the financial commitment from Sidewalk Labs. I presume the Deputy, Marc and others will want to read the agreements?

Could I kindly impose upon you to coordinate on your end in terms of who at IC will be required to read the documents and by extension sign the confidentiality agreement?

Happy to discuss further.

Thanks

[REDACTED]

[REDACTED] | [REDACTED] | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 |
[REDACTED] | [REDACTED] | www.waterfronttoronto.ca



WATERFRONTToronto

Date:

Toronto Waterfront Revitalization Corporation
20 Bay St., Suite 1310
Toronto, Ontario, M5J 2N8

Attention: [REDACTED]

Dear [REDACTED]:

Re: Confidentiality Agreement (the "Agreement")

In consideration of the disclosure to the undersigned by Toronto Waterfront Revitalization Corporation ("Waterfront Toronto") of the Confidential Information (defined below) relating to the agreement entitled "Framework Agreement" dated October 16, 2017 among Toronto Waterfront Revitalization Corporation, Sidewalk Labs LLC and Sidewalk Toronto Limited Partnership and the "Credit Reference Letter" dated October 16, 2017 from Alphabet Inc. to Toronto Waterfront Revitalization Corporation (collectively the "Confidential Agreements"), I ("Recipient") agrees as follows:

1. "Confidential Information" in this Agreement means the Confidential Agreements and all communications between Recipient and Waterfront Toronto and all information, advice and reports (whether written, oral or electronic) furnished or provided to Recipient or acquired by Recipient from Waterfront Toronto or from a person acting on behalf of Waterfront Toronto, now and in the future, pertaining or relating to the Confidential Agreements and all information, reproductions, summaries, excerpts and memoranda thereon and thereof (whether provided to Recipient or prepared by or on behalf of Recipient).
2. The Confidential Information disclosed to Recipient shall be maintained in strict confidence; and, save and except as otherwise provided herein, it shall not be used or disclosed to any third party without Waterfront Toronto's prior written consent.
3. Recipient agrees not to use, or allow the use of, any portion of the Confidential Information for any purpose other than reviewing the Confidential Agreements to understand the nature of the agreements and relationships contained therein, and only in compliance with the provisions of this Agreement.
4. Recipient shall safeguard and strictly control the dissemination of the Confidential Information and not disclose or allow the disclosure to others of any portion of the Confidential Information, except to such of Recipient's employees who have a need to

know such information to assist with the purpose set out in paragraph 3 above ("Permitted Personnel"). Recipient shall ensure that, prior to disclosure of any Confidential Information to the Permitted Personnel, each Permitted Personnel shall confirm that they shall abide by the provisions of this agreement as if they were a party hereto and Recipient shall not disclose nor shall any Permitted Personnel to be provided any Confidential Information if they do not provide such prior confirmation.

5. Recipient shall not disclose, other than as permitted herein, that the Confidential Information has been made available to Recipient or that Recipient has inspected any portion of the Confidential Information.
6. Recipient shall not make or allow to be made any unnecessary copies of, or otherwise reproduce, any of the Confidential Information.
7. Recipient have taken and will take all reasonable steps to minimize the risk of disclosure of the Confidential Information to unauthorized persons by ensuring that proper and secure storage is provided for the Confidential Information.
8. Recipient's undertakings herein shall not apply to any part of the Confidential Information which:
 - (a) is, or was at the time of its disclosure to Recipient, in the public domain; or
 - (b) after disclosure to Recipient comes into public domain other than by reason of any breach by Recipient of this Agreement; or
 - (c) Recipient can demonstrate by written evidence that such part of the Confidential Information has been lawfully disclosed to Recipient by a third party who did not impose on Recipient any restriction on its disclosure and who lawfully came by such information.
9. Should Recipient or Permitted Personnel be required by law or policy or be requested by legal process or regulatory authority to disclose any Confidential Information, Recipient will provide Waterfront Toronto with prompt written notice of such requirement or request so that Waterfront Toronto may seek an appropriate protection order or pursue such other action, remedy or assurance necessary to preserve the confidentiality of the Confidential Information, or waive compliance with any of the provisions of this Agreement, or both; and Recipient will and shall cause Permitted Personnel to fully co-operate with and not oppose Waterfront Toronto in respect of such matters. If, in the absence of either a protective order or a waiver by Waterfront Toronto, Recipient or Permitted Personnel, in the reasonable opinion of reputable legal counsel, are required by law to disclose any Confidential Information or stand liable for contempt or to suffer other censure or penalty on any failure to so disclose, Recipient or Permitted Personnel may, without liability hereunder, disclose that portion, and only that portion, of the Confidential Information that is required to be disclosed.
10. Recipient acknowledges and agrees that Waterfront Toronto may be irreparably damaged if any provision of this Agreement were not performed by us in accordance with its terms. Accordingly, Waterfront Toronto shall be entitled to an immediate remedy of a restraining order, interim injunction, injunction or other form of injunctive or other relief as may be

decreed or issued by any Court to prevent breaches of this Agreement and to enforce specifically the terms and provisions hereof in any action instituted against us in any court having jurisdiction. These specific remedies are in addition to any other remedy to which Waterfront Toronto may be entitled at law or in equity.

11. Recipient shall, at your request, immediately return to Waterfront Toronto or destroy all of the Confidential Information, and shall certify in writing that all Confidential Information has been so returned or destroyed.
12. If Recipient or Permitted Personnel are required to make disclosure of any Confidential Information pursuant to either the *Access to Information Act*, *Freedom of Information and Protection of Privacy Act* or *Municipal Freedom of Information and Protection of Privacy Act*, or any successor legislation thereto, then prior to making any such disclosure, Recipient and the Permitted Personnel shall first advise Waterfront Toronto in writing of any Confidential Information that is proposed to be disclosed such that Waterfront Toronto is permitted the opportunity to review the Confidential Information that is proposed to be disclosed and request such exemptions from disclosure as Waterfront Toronto considers appropriate in the circumstances.

Yours truly,

Signature of Recipient:

Name of Recipient (please print)

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: November 1, 2017 4:12 PM
To: [REDACTED]; Black, David M. (MOI); George Zegarac (george.zegarac@ontario.ca); Fausto Iannialice (fausto.iannialice@ontario.ca); Bruce Singbush (bruce.singbush2@ontario.ca); Bingler, Trevor (MEDEI/MRI); Fortin3, Marc (INFC); Nassif, Marie-Pier (INFC); Soler, Roger (INFC); Burton, Mike (INFC); Monfette, Kate (INFC)
Cc: [REDACTED]
Subject: Innovation & Funding Partner Framework Agreement Summary
Attachments: FINAL Agreement Summary Nov 1, 2017.pdf

Hello –

For your reference, please find attached a summary of the key terms of the Innovation and Funding Partner Framework Agreement related to the recent Quayside announcement.

We are sending this to you in advance of this being made publicly available on the WT and Sidewalk Toronto websites later this afternoon (in advance of the town hall).

Thank you,

[REDACTED]

[REDACTED] | [REDACTED] | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 |
 [REDACTED] | [REDACTED] | www.waterfronttoronto.ca



WATERFRONTToronto

November 1st, 2017

Innovation and Funding Partner Framework Agreement Summary of Key Terms For Public Disclosure



WATERFRONToronto

Overview

As a result of Waterfront Toronto's Request for Proposals No. 2017-13, Waterfront Toronto has selected Sidewalk Labs as its Innovation and Funding Partner to work jointly on plan for a new kind of district on Toronto's Eastern Waterfront – one that will combine forward-thinking urban design and new digital technology to achieve precedent-setting levels of sustainability, affordability, mobility and economic opportunity. The Framework Agreement entered into by Waterfront Toronto and Sidewalk Labs sets forth the basic terms and fundamental principles to guide that working relationship. It contemplates an initial joint planning process, which Sidewalk Labs will commit up to US\$50 million to fund, that will occur over the next 12 months. The result of that planning process is expected to be a Master Innovation and Development Plan (MIDP), which if approved by the Boards of Directors of Sidewalk Labs and Waterfront Toronto, and with applicable government approvals, will be followed by a long-term joint effort to realize the shared vision.

The Framework Agreement contemplates a collaborative relationship in the creation of the MIDP, which will outline how to achieve this new kind of district on Quayside and the Eastern Waterfront, and which will be informed by meaningful public engagement. The governance of this relationship includes a Project Management Committee that consists of an equal number of senior representatives of Sidewalk Labs and Waterfront Toronto, including their respective CEOs. The governance relationship between the parties will be elaborated in future agreements between the parties.

The Framework Agreement also contemplates that:

- Sidewalk Labs will facilitate the commitment from Alphabet Inc. to move Google's Canadian headquarters to provide an initial anchor tenant to the waterfront, subject to the MIDP.
- Sidewalk Labs and Waterfront Toronto will seek to incorporate into the MIDP innovative approaches for financing affordable housing which are expected to meet or exceed the affordable housing commitments already made by Waterfront Toronto on Quayside.
- The parties will work to incorporate the establishment of an Urban Innovation Institute in the MIDP as a secondary anchor tenant for the site.

While the Framework Agreement outlines guiding principles for the parties' relationship, many of the details will be further defined through additional discussions and future agreements as the partnership progresses over the course of the next year. This incremental planning process was designed to recognize the complexity of the endeavor, the necessity of extensive stakeholder and community engagement, and the need to incorporate feedback as the plan takes shape. Accordingly, Sidewalk Lab's capital commitments for the planning process correspond to stages of collaboration, with expenditures incrementally increasing as the parties' shared vision and integration grows.

More specifically, the Framework Agreement provides for the funding of up to US\$10 million by Sidewalk Labs prior to the achievement of certain "initial plan milestones," and the funding of up to an additional US\$40 million by Sidewalk Labs between the achievement of those initial plan milestones and the approval of the MIDP. The initial plan milestones that trigger the incremental US\$40 million commitment are:

- execution of contribution agreements representing governments' commitment of CAN\$1.25 billion to complete the Port Lands flood protection;
- re-affirmation of Waterfront Toronto's existing mandate for the planning and development of the Eastern Waterfront;

- alignment of the parties on the scope of a Business and Implementation Plan as required by City Council;
- alignment of the parties on the scope of the MIDP; and
- agreement by Waterfront Toronto and Sidewalk Labs on fair and arms'-length procurement standards for any future procurements.

The Framework Agreement permits either party to terminate the agreement in certain circumstances, including if the initial plan milestones are not achieved within approximately six months, or if the MIDP is not approved within approximately 12 months. Waterfront Toronto also has a unilateral right to terminate the agreement prior to the completion of stage 1. The Framework Agreement does not itself provide any rights in land or any rights to develop land.

Parties

The signatories are (1) Toronto Waterfront Revitalization Corporation ("Waterfront Toronto"), (2) Sidewalk Labs LLC (together with its affiliates "Sidewalk" or "Sidewalk Labs") and (3) Sidewalk Toronto, Limited Partnership, which will be the entity through which Waterfront Toronto and Sidewalk will collaborate to create the MIDP for Quayside and the Eastern Waterfront.

MIDP and Collaboration on the MIDP

When the planning work contemplated in the Framework Agreement is completed, the result will be a Master Innovation and Development Plan (MIDP), which will be a comprehensive plan for the urban design, technology, infrastructure, and strategies needed to achieve the parties' vision for sustainability, affordability, mobility, and economic development for Quayside and the Eastern Waterfront. The parties also plan to continue to develop a thoughtful "Privacy by Design" policy to be incorporated into the MIDP, which will ensure compliance with applicable privacy laws and take into account community input.

Waterfront Toronto and Sidewalk Labs commit to collaborate with one another in good faith to jointly develop the MIDP within the timeframes contemplated by the Framework Agreement.

Any subsequent implementation of the MIDP is subject to the parties' mutual approval of such MIDP. This includes approval of the MIDP by Waterfront Toronto's Board of Directors

Site

The Framework Agreement itself does not commit any lands for development - only to conceive

an innovative plan for urban design, technology, infrastructure, and strategies to achieve the parties' vision for sustainability, affordability, mobility, and economic opportunity. For the purposes of that planning work, there will be two sites included in the planning work of the MIDP: (i) Quayside which is the area bounded by Lakeshore Boulevard on the north, Bonnycastle Street on the west, Queens Quay Boulevard and its future extension to the south, and including 333 Lake Shore Boulevard East on the east and any developable lands created by any road realigned within the Quayside boundaries, and excluding any lands not publicly owned; and (ii) the Eastern Waterfront which is the area bounded by the Inner Harbour on the west, Keating Channel and Lake Shore Boulevard to the north, Lake Ontario to the south, and Leslie Street to the east. See map attached.

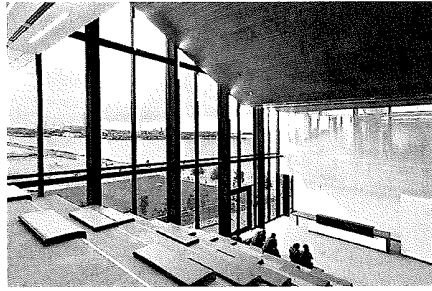
Quayside is the site on which the parties expect to first pilot the technologies and strategies included in the MIDP.

Stages

The Framework Agreement contemplates four planning stages:

Stage 0: This stage began with Waterfront Toronto's selection through a competitive RFP process of Sidewalk Labs as its selected Proponent, and included contract negotiations and the development of the Framework Agreement. This stage ended with the execution of the Framework Agreement on October 16, 2017.

Stage 1: Started upon signing the Framework Agreement and will end with the satisfaction of the following three conditions (1) the signing of a Plan Development Agreement to provide a work plan for



creating the MIDP, (2) agreement on a Development Plan Budget for anticipated expenses during stages 1-3, and (3) agreement on a methodology for the valuation of any future transfers of land.

Stage 2: Starts at the end of stage 1 and ends upon the achievement of the initial plan milestones as set out above. These are targeted to be completed by the Spring, 2018.

Stage 3: Starts at the end of stage 2 and ends upon finalization and approval or rejection of the MIDP which will require Board approval of both Sidewalk Labs and Waterfront Toronto. If the MIDP is approved, an Implementation Agreement and Collaboration Agreement, and perhaps other agreements, will then be executed by the parties to govern the longer-term relationship and implementation of the MIDP. This stage is targeted to be completed by Fall, 2018.

Government Approvals

The implementation of the MIDP will require that the parties first obtain all necessary approvals from the City of Toronto, the Province of Ontario, the Canadian federal government, and other agencies or entities as required. The agreement by Waterfront Toronto and Sidewalk Labs on the MIDP will not itself result in the grant of any such approvals.

Capital Commitments

As described above, Sidewalk will provide a capital commitment of up to US\$50 million to fund the creation of the MIDP.

Fair Procurement Standards

As noted above, one of the initial plan milestones is the parties' agreement on fair and arms'-length procurement standards that are consistent with Waterfront Toronto's principles of openness and fairness in procurement.

Google Canadian Headquarters

In the Framework Agreement, Sidewalk agrees to facilitate the commitment from Alphabet Inc. to move Google's Canadian headquarters to the waterfront to provide an initial anchor tenant, subject to the MIDP.

Local Venture Investments

The Framework Agreement also contemplates that the parties will seek to source investment opportunities in innovative Canadian companies.

Affordable Housing Trust

The Framework Agreement provides that Waterfront Toronto and Sidewalk will seek to incorporate into the MIDP innovative approaches for financing affordable housing.

Urban Innovation Institute

The Framework Agreement also provides that the parties will work to incorporate the establishment of an Urban Innovation Institute in the MIDP as a secondary anchor tenant for the site.

Economics

The Framework Agreement contemplates agreement of the parties on a Development Plan Budget for the anticipated expenses of the project.

Development

The selection of Sidewalk as the successful proponent under Waterfront Toronto's Request for Proposals 2017-13 has resulted in the selection of a partner to develop a plan that will combine forward-thinking urban design and new digital technology to achieve precedent-setting levels of sustainability, affordability, mobility and economic opportunity as will be set out in the MIDP. Request for Proposals 2017-13 did not result in the selection

of a development partner for the development of individual parcels of land. Rather the MIDP will provide an overlay plan of infrastructure and strategies to achieve the shared vision of Sidewalk and Waterfront Toronto that will be imposed on developers when they are selected in the future to develop the lands. The way in which the infrastructure and technologies will actually be delivered and financed (including legal structures) has not been determined at this time and will be given further definition in the MIDP.

Labs' have agreed, to release this summary while the they continue to work together to address commercial terms during Stage 1.

Public Engagement

The planning work contemplated by the Framework Agreement that will result in the MIDP will be developed with robust consultation based on questions, concerns and ideas generated from open and transparent public engagement that has been the high standard of all of Waterfront Toronto's work to date.

Non-Disclosure of the Framework Agreement

The Framework Agreement contains a requirement that it be kept confidential. However, in the interest of transparency, the Waterfront Toronto and Sidewalk



20 Bay Street, Suite 1310
Toronto, ON M5J 2N8
416-214-1344
waterfronttoronto.ca

Follow us:



Pichette, Channele (INFC)

From: [REDACTED]
Sent: November 8, 2017 10:16 AM
To: Soler, Roger (INFC)
Subject: RE: NDA
Attachments: SWL WT Framework Agreement [Executed].pdf

Roger –

Thanks for sending the NDA.

Please find attached the final executed Innovation & Funding Partner Framework Agreement.

[REDACTED]

From: Soler, Roger (INFC) [mailto:roger.soler@canada.ca]
Sent: Tuesday, November 7, 2017 7:37 PM
To: [REDACTED]
Subject: NDA

[REDACTED]

Attached is the NDA. Please let me know if you require the original or if this PDF is sufficient.
Looking forward to receiving the document at your earliest convenience.
Thanks for your patience with this.
Roger

Roger G. Soler, CFA, MBA

Manager, Program Operations Branch
Infrastructure Canada / Government of Canada
roger.soler@canada.ca / Tel: 613-946-3085 / Cell: 613-698-8587

Gestionnaire, Direction générale des opérations
Infrastructure Canada / Gouvernement du Canada
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FRAMEWORK AGREEMENT

This Framework Agreement (this “Framework Agreement”), among Toronto Waterfront Revitalization Corporation, Sidewalk Labs LLC and Sidewalk Toronto, Limited Partnership, dated as of October 16, 2017, is intended to set forth the basic terms and fundamental principles for the planning, development, capitalization, oversight, implementation and fulfillment of a Master Innovation and Development Plan for the Quayside and Eastern Waterfront areas in Toronto. This Framework Agreement hereby designates Sidewalk Toronto, Limited Partnership as the Innovation and Funding Partner (the “Partner”) in response to the Request for Proposals No.: 2017-13 (“RFP”) issued March 17, 2017 by Toronto Waterfront Revitalization Corporation.

This Framework Agreement sets out the terms and conditions on which the parties will enter into various definitive agreements to effect the urban development project contemplated by this Framework Agreement (the “Project”). This Framework Agreement does not reference all of the terms, conditions (including, without limitation, internal approvals), representations, warranties, covenants and other provisions that would be contained in all of the definitive documentation for the transactions contemplated by this Framework Agreement (the “Transactions”). Moreover, except as expressly provided in this Framework Agreement or the other Definitive Documents (or such other binding legal documents as may be executed from time to time in relation to the Transactions), no past, present, or future action, course of conduct or failure to act relating to the Transactions or relating to the negotiation of the terms of the Transactions will give rise to or serve as the basis for any obligation or other liability on the part of any such party or any of its affiliates.

I. Parties & Project Site

Parties

- | | |
|---------------------|---|
| 1. Sidewalk | Refers to Sidewalk Labs LLC and/or its subsidiaries, as the context requires, including the Master Developer that is the Partner as contemplated by the RFP. Sidewalk Labs LLC is an affiliate of Alphabet, the holding company of Google and other technology and development companies. |
| 2. TWRC | Refers to Toronto Waterfront Revitalization Corporation. |
| 3. Master Developer | Refers to Sidewalk Toronto, Limited Partnership, a newly created entity that will serve as the top-tier development company through which the Master Innovation and Development Plan (as defined below) will be developed and implemented. |

The parties envision that the Master Developer will be the primary vehicle through which they will create the Master

Innovation and Development Plan, oversee its implementation, and achieve economic alignment between TWRC and Sidewalk. The Master Developer or another Sidewalk entity will be the counterparty to the various Definitive Documents with TWRC contemplated by this Framework Agreement.

The Master Developer is currently an affiliate of Sidewalk Labs LLC.

TWRC will share in the economics and governance of the Master Developer, in the manner contemplated in this Framework Agreement, and as to be set forth in the other Definitive Documents (as defined below). Prior to the completion of Stage 1 (as defined below), the parties will discuss and mutually agree on the appropriate form of relationship between TWRC and the Master Developer to effect such shared economics and governance. This Framework Agreement contemplates that such relationship may be effected through contractual agreements, but the parties will evaluate effecting such relationship through TWRC's ownership of equity or some form of interest in or other securities of the Master Developer and/or its general partner as an alternative or supplement to such contractual relationships; provided that, similar to traditional public/private development projects, the Master Developer will be subject to contractual requirements imposed by the Master Innovation and Development Plan and the relevant agreements as outlined herein, but the parties will structure the relationship between TWRC and the Master Developer so that the Master Developer will be subject only to the applicable disclosure requirements of Sidewalk and its public parent entity and not to any additional, incremental regulatory requirements that may be applicable to publicly traded entities, such as with respect to public disclosure and financial reporting regimes, or to government or government-like entities.

4. Infrastructure Vehicle Refers to a dedicated pooled investment vehicle that will include capital contributions from the Sidewalk Infrastructure Investor, government stakeholders, the Canada Infrastructure Bank and private sector investors.
5. Sidewalk Infrastructure Investor Refers to an affiliate of Sidewalk that may make a contribution to the Infrastructure Vehicle for infrastructure investments as outlined herein.

- | | |
|--------------------------|--|
| 6. Development Companies | Refers to special purpose vehicles, each to be organized to undertake a specific development project and/or operations function as per the Master Innovation and Development Plan. |
| 7. Project Companies | Refers to infrastructure project-specific entities to be formed to develop, construct and operate an infrastructure project as per the Master Innovation and Development Plan. |

Project Site

- | | |
|-----------------------|--|
| 8. Eastern Waterfront | <p>The Eastern Waterfront is the approximately 880 acre area in Toronto bounded by the Keating Channel and Lakeshore Boulevard East to the north, Lake Ontario Inner Harbour to the west, Lake Ontario Park and the Outer Harbour to the South and Leslie Street to the east.</p> <p>TWRC considers that by achieving key objectives for the planning and development of Quayside it may be beneficial to advance the solutions, processes and partnerships proven successful through the planning and development of Quayside to subsequent developments on the Eastern Waterfront, as those lands become available to TWRC (as per the established protocols with the City of Toronto). As the directing agency of the waterfront lands, TWRC, therefore, reserves the right to do so. The extent to and the manner in which such successful solutions, processes and partnerships are carried forward into subsequent developments of the Eastern Waterfront could be affected by future applicable procurement policies and additional requirements of the City of Toronto or other funding authorities and which will be specified in the MIDP.</p> |
| 9. Quayside | <p>Quayside is the approximately 12 acre area in Toronto bounded by Lakeshore Boulevard on the north, Bonnycastle Street on the west, Queens Quay Boulevard and its future extension to the south, and including 333 Lakeshore Boulevard on the east and any developable lands created by any road realigned within the Quayside boundaries, and excluding any lands not publicly owned.</p> |

II. Summary and Overview of Transaction

- | | |
|----------------|---|
| 10. Objectives | <p>Sidewalk and TWRC (each, a “party” and together, the “parties”) seek to develop and implement a master innovation and development plan (the “Master Innovation and Development Plan” or “MIDP”) for Quayside and the Eastern</p> |
|----------------|---|

Waterfront (and any Additional Lands) for the creation of the world's first urban district planned and executed at scale "from the internet up," including core innovations across:

- mobility and transportation;
- building forms and construction techniques;
- core infrastructure development and operations;
- social service delivery;
- environmental efficiency and carbon neutrality;
- climate mitigation strategies;
- optimization of open space;
- data-driven decision making;
- governance and citizen participation; and
- regulatory and policy innovation.

11. Sidewalk Roles & Responsibilities

Sidewalk will support the achievement of these objectives in collaboration with TWRC through the commitments, roles and responsibilities outlined in this Framework Agreement, and to be more fully set out in the other Definitive Documents, including but not limited to:

- staged financing by Sidewalk of development activities (including certain funding commitments prior to the approval of the MIDP);
- the provision of management, administrative and technology services by Sidewalk and other parties;
- contingent capital commitments by Sidewalk to Development Companies to fund vertical development consistent with the MIDP; and
- contingent capital commitments by Sidewalk Infrastructure Investor (and coordination of capital commitments by governmental, financial and other sources in the Infrastructure Vehicle) to fund critical infrastructure projects.

12. TWRC Roles & Responsibilities

TWRC will support the achievement of these objectives in collaboration with Sidewalk through the commitments, roles and responsibilities outlined in this Framework Agreement, and to be more fully set out in the other Definitive Documents, including but not limited to participation in joint working groups with Sidewalk, including but not limited to working groups formed to:

- define pillar strategies across mobility, sustainability, the built environment, public realm, and city and social

services to inform the project vision and scope memorialized in the Definitive Documents and Master Innovation and Development Plan;

- integrate the planning framework and recommendations of the Business and Implementation Plan(s) (as “Business and Implementation Plan” is defined in the March 31, 2006 Memorandum of Understanding among City of Toronto, City of Toronto Economic Development Corporation and TWRC) for the Eastern Waterfront with the Master Innovation and Development Plan;
- develop the financial model and the detailed project implementation phasing and timing for the project that will inform the Business and Implementation Plan(s) for the Eastern Waterfront and the Master Innovation and Development Plan; and
- plan and coordinate government and community outreach.

The parties note that this role is consistent with TWRC’s mandate and the request by Toronto City Council (at its July 4 to July 7, 2017 Council meeting) that TWRC, working with City staff, prepare and report back to Council with a Business and Implementation Plan(s) for the Eastern Waterfront that, among other things, reflects this mandate.

13. Mutual Obligations

The execution of this Framework Agreement shall require each of Sidewalk and TWRC to collaborate with one another in good faith to pursue the Stages of the Project as set forth below, and to jointly develop the MIDP, within the timeframes set out, in each case in accordance with the Collaboration Principles in *Schedule 2* (the “**Collaboration Principles**”).

Any subsequent implementation of the MIDP is subject to the parties’ mutual agreement on and approval of such MIDP.

The parties will, subject to the approval of the MIDP, oversee the implementation of the MIDP in accordance with the Collaboration Principles.

14. Initial Plan Milestones

The following key objectives are referred to as the “**Initial Plan Milestones**”:

1. Flood Mitigation. The execution and delivery by TWRC and each of the three tiers of government of a contribution agreement (each a “**Contribution**”

Agreement”) that commits the public sector bodies to fund no less than CAN\$1.25 billion for the re-naturalization of the Don River and the flood protection of the Lower Don Lands and the Port Lands.

2. Eastern Waterfront Mandate. In addition to the direction from the Toronto City Council to prepare one or more Business and Implementation Plan(s) for the Eastern Waterfront, formal reaffirmation of TWRC’s mandate to carry out the planning and implementation of the development of the Eastern Waterfront, including clarity of TWRC’s mandate in light of anticipated changes to the jurisdiction and authority of certain applicable regulatory agencies, including that of the Toronto Real Estate Corporation (TRE) / Toronto Realty Agency (TRA). This reaffirmation may be part of the Contribution Agreement with City of Toronto or another agreed document.
3. Agreement on Scope of Business and Implementation Plans. The preparation of an outline of the Business and Implementation Plan(s) for the Quayside Project and the Eastern Waterfront, together with any Additional Lands, that reflects agreement in scope between TWRC and Sidewalk. Such Business and Implementation Plan(s) shall incorporate the designation, subject to approval of the MIDP, of TWRC and Sidewalk as co-master developers (acting through the Master Developer) and include the Land Methodology.
4. Agreement on Scope of Master Innovation and Development Plan. The execution and delivery of the PDA, which shall include an outline of the full scope of the Master Innovation and Development Plan, and agreement on the Development Plan Budget. The PDA shall provide for a unified master planning approach with respect to Quayside and the Eastern Waterfront, together with any Additional Lands, that consolidates other planning activities by TWRC and related governmental entities under a unified plan.
5. Fair Procurement Standards. Agreement on fair and arms-length procurement standards substantially as set forth in *Schedule 1* (the “**Fair Procurement**

Standards”) for purposeful solutions that cannot be sourced from the market. The parties will also agree on the procurement processes for other solutions other than purposeful solutions that cannot be sourced from the market. Such Fair Procurement Standards and processes shall be incorporated in the Master Innovation and Development Plan.

15. Process and Agreements

The parties intend to collaborate in the following stages (each, a “**Stage**” and collectively, the “**Stages**”), incrementally developing a shared vision, and correspondingly increasing organizational integration and capital commitments. Throughout, the parties intend to implement operating practices that reflect the Collaboration Principles.

Stage 0

Stage 0 refers to the time period ending as of the date hereof, marked by execution of this Framework Agreement and the substantially concurrent public announcement of the Master Developer’s designation as the Partner in the RFP.

Stage 1

Stage 1 refers to the time period beginning upon completion of Stage 0 and ending upon the finalization and execution of the Initial Definitive Documents (as defined below) (anticipated to occur approximately 60 days from the date of this Framework Agreement). During Stage 1, the parties will collaborate with one another to negotiate in good faith and finalize, execute and deliver the following definitive documents (the “**Initial Definitive Documents**”), which will reflect customary terms and conditions for transactions of a similar nature:

- a Plan Development Agreement (“**PDA**”), which will provide for a unified master planning approach with respect to Quayside, the Eastern Waterfront and any Additional Lands and establish the roadmap by which the parties will prepare and develop the Master Innovation and Development Plan;
- the Development Plan Budget (as defined below); and
- a process for the transfer and valuation of land for purposes of implementation of the MIDP (the “**Land Methodology**”).

procedure) and other governmental approvals, and the oversight by TWRC and Sidewalk thereof;

- a Collaboration Agreement (the “**Collaboration Agreement**”) consistent with the Collaboration Principles that will govern collaboration between the parties during the implementation of the Master Innovation and Development Plan;
- formation documents for the Infrastructure Vehicle and any other private/public partnerships;
- land acquisition and capital commitment agreements; and
- template forms or material terms of:
 - development and/or operations agreements with Development Companies;
 - project agreements with Project Companies; and
 - services agreements with Sidewalk or other parties.

III. Initial Capital Commitments

16. Development Capital Commitments

This Framework Agreement and the other Definitive Documents will provide for the following development capital commitments by Sidewalk in the Master Developer:

- an initial capital commitment in the amount of up to \$10,000,000 (the “**Initial Capital Commitment**”), committed at the beginning of Stage 1 and drawn upon during Stages 1 and 2, incrementally as needed, to finance and facilitate the Project’s activities and expenses as incurred during Stages 1 and 2;
- a first contingent capital commitment of up to \$40,000,000 (the “**First Contingent Commitment**”), committed at the beginning of Stage 3 and drawn upon (together with any remaining, unspent funds of the Initial Capital Commitment, if any) during Stage 3, incrementally as needed, to finance and facilitate the Project’s activities and expenses as incurred during Stage 3; and
- additional contingent capital commitments to be utilized in funding the implementation of the Master Innovation and Development Plan subject to approval of the Master Innovation and Development Plan and agreement and execution of the Subsequent Definitive Documents.

The capital commitments are structured as staged commitments for the funding of each Stage of the Project upon the fulfillment of conditions precedent to the commencement of the relevant Stage. For the avoidance of doubt, the capital commitments, including all of the Initial Capital Commitment and all of the First Contingent Commitment, will form part of Sidewalk's equity cost basis in the Master Developer.

All draw downs on committed capital will be made by Sidewalk (a) in accordance with the Development Plan Budget in all material respects and/or (b) in consultation and collaboration with TWRC.

17. Development Plan Budget

The parties will negotiate in good faith to agree on a development plan budget (as approved by the parties, the "**Development Plan Budget**"), which will provide for the actual expenses and use of funds for the Project during Stage 1 and the anticipated expenses and use of funds for the Project during each of Stages 2 and 3 to develop the Master Innovation and Development Plan. The Development Plan Budget will include an agreed itemized fee (for Stage 1, to be paid once the Development Plan Budget is agreed and after the PDA is executed and, thereafter, to be paid quarterly in advance) to reimburse TWRC for its project specific expenses during the Master Innovation and Development Plan planning process, including the costs of co-location space for TWRC and Sidewalk employees dedicated to the Project.

IV. Development of the Master Innovation and Development Plan

18. Master Innovation and Development Plan

The Master Innovation and Development Plan will be produced by the parties in accordance with this Framework Agreement and the other Initial Definitive Documents, with consultation and approvals from the City of Toronto, the Province of Ontario, the Canadian federal government and other entities as necessary.

Among other things, the Master Innovation and Development Plan will:

- incorporate the agreed Fair Procurement Standards;
- address planning for Quayside, the Eastern Waterfront and any Additional Lands, as an integrated whole;
- set forth the anticipated sequencing of development for Quayside, the Eastern Waterfront and any Additional

During Stage 1, the parties will also begin to collaborate with one another to achieve the Initial Plan Milestones.

Stage 2

Stage 2 refers to the time period beginning upon completion of Stage 1 and ending upon the achievement of the Initial Plan Milestones (anticipated to occur approximately 6 months from the date of this Framework Agreement).

During Stage 2, the parties will continue to collaborate with one another to achieve the Initial Plan Milestones.

During Stage 2, the parties will also begin to collaborate with one another to develop and finalize the Master Innovation and Development Plan and to negotiate in good faith the Subsequent Definitive Documents (as defined below).

Stage 3

Stage 3 refers to the time period beginning upon completion of Stage 2 and ending upon the parties' mutual approval of the Master Innovation and Development Plan and the finalization and execution of the Subsequent Definitive Documents (anticipated to occur approximately 12 months from the date of this Framework Agreement).

During Stage 3, the parties will continue to collaborate on the development and finalization of the Master Innovation and Development Plan and to negotiate in good faith the Subsequent Definitive Documents.

Substantially concurrently with the parties' development and finalization of the Master Innovation and Development Plan, the parties will finalize certain additional definitive documents, to be executed and delivered immediately following mutual approval of the MIDP (the "**Subsequent Definitive Documents**") and, together with this Framework Agreement and the Initial Definitive Documents, the "**Definitive Documents**"), which are anticipated to include:

- an Implementation Agreement ("**IA**") that will set forth the parameters for the implementation of the Master Innovation and Development Plan, including the adoption of one or more Business and Implementation Plans (or such other mutually agreed alternative

Lands and the parcels contained therein (the parties anticipate that the implementation of the MIDP with respect to Quayside and any Additional Lands may serve as a pilot for the implementation of the MIDP with respect to the Eastern Waterfront);

- contain provisions intended to provide comfort as to the creditworthiness of any entity committing funding or otherwise responsible for actual or potential future payments or liabilities to a party; and
- address the exclusivity obligations of each of TWRC and Sidewalk following approval of the MIDP.

The parties will seek to develop the MIDP in a way that captures the spirit, vision and aspirations represented by the following RFP materials and related responses submitted by Sidewalk to TWRC: (i) the Initial Submission for the RFP submitted by Sidewalk Labs LLC dated April 21, 2017 including appendices and materials submitted therewith and (ii) the Best and Final Offer submission for the RFP submitted by Sidewalk Labs LLC dated August 2017 including appendices and materials submitted therewith.

19. Termination

Notwithstanding any other provision of this Framework Agreement, TWRC shall have the right, in its sole discretion to be exercised at any time prior to execution of the PDA, to terminate this Framework Agreement without any liability whatsoever to Sidewalk or any of its affiliates by notice sent to Dan Doctoroff by email to dan@sidewalklabs.com and such notice shall be effective when sent.

In addition, this Framework Agreement shall terminate, and become void and of no further force or effect, upon the earliest to occur of the following:

- the mutual agreement in writing of Sidewalk and TWRC to terminate this Framework Agreement;
- April 17, 2018, unless otherwise mutually agreed by the parties, if Stage 2 is not completed by such date;
- October 17, 2018, unless otherwise mutually agreed by the parties, if Stage 3 is not completed by such date; and
- 10 days following a party's delivery of an Intent to Terminate pursuant to and in accordance with the dispute resolution procedures set forth in the Collaboration Principles.

Upon the termination of this Framework Agreement for any reason, subject to any rights in respect of breaches prior to such time and subject to Sections 20 (Intellectual Property) and 42 (Confidentiality) hereof: (a) the parties shall have no further obligation or liability to each other; (b) all work product and any intellectual property developed pursuant hereto shall become the property of the Master Developer (or such other Sidewalk affiliate as may be designated by the Master Developer); and (c) any remaining, unspent funds of any committed capital (including remaining, unspent portions of the Initial Capital Commitment and the First Contingent Commitment) shall immediately be returned to the Master Developer or another entity designated by Sidewalk in its sole discretion. For certainty, any amounts and liabilities owed (but not yet paid) at the time of such termination pursuant to binding contractual commitments entered into by the Master Developer or one of its subsidiaries or specified in the Development Plan Budget prior to such termination shall not be treated as remaining, unspent funds.

Reasonably in advance of any "drop-dead date," the parties will discuss whether they are on track to complete the relevant Stage by such date and any concerns about the parties' relationship or progress, in each case consistent with the Collaboration Principles, including the dispute resolution procedures therein as appropriate.

20. Intellectual Property

If the Master Innovation and Development Plan is not approved by both parties and this Framework Agreement is terminated, then TWRC shall receive a perpetual, non-exclusive, royalty-free license to utilize site-specific intellectual property (to be defined in the PDA).

Notwithstanding the foregoing, any intellectual property or work product produced by Sidewalk or its affiliates prior to the execution of the Initial Definitive Documents shall remain the property of Sidewalk / the Master Developer.

V. Implementation of the MIDP

21. Management Services Generally

The oversight of the Master Developer by TWRC and Sidewalk will be subject to the Collaboration Agreement. Additionally, the Master Developer (or the appropriate Development Company or Project Company) may employ or

retain individuals necessary to implement the Master Innovation and Development Plan and will enter into management services agreements with Infrastructure Vehicles, Development Companies, Project Companies and such other entities as may be necessary to provide the required services and will charge a market-based management fee for doing so.

22. Quayside
Development

The Master Developer (or the appropriate Development Company) may invest substantial additional capital to fund development of Quayside as a "test bed" for the broader Eastern Waterfront, subject to certain conditions precedent, including: (i) approval of the Master Innovation and Development Plan and execution of the Subsequent Definitive Documents; and (ii) subject to this Framework Agreement and the other Definitive Documents, transfer to the Master Developer (or its designated Development Companies), in a manner consistent with the Land Methodology, the Quayside site, as well as all necessary approvals in order to close the existing alignment of Queen's Quay Boulevard East, such that it can be realigned with Parliament Street and extended east into the Keating area, all as generally envisioned in the completed Environmental Assessments for the area.

Such additional capital commitments will be used to execute the development of Quayside in accordance with the Master Innovation and Development Plan and any applicable Business and Implementation Plan(s).

The parties agree to collaborate in seeking to form strategic partnerships with the owners of the lands adjacent to Quayside and known as 351 Lake Shore Blvd. East (Dream-GG Inc.) and 429 Lake Shore Blvd. East/324 Cherry Street (3C) and to include such sites within the Master Innovation and Development Plan and the applicable Business and Implementation Plan(s).

23. Eastern Waterfront
Development

Subject to additional customary conditions precedents and, among other things, the approval of the Master Innovation and Development Plan, the adoption of the required Business and Implementation Plan(s), the potential transfer of certain lands in the Eastern Waterfront to the Master Developer or its designated Development Companies in a manner consistent with the Land Methodology, the Master Developer, Sidewalk, TWRC and/or other parties may make additional capital commitments to enable the Master Developer (or the appropriate Development Companies) to implement the Master

Innovation and Development Plan and the corresponding Business and Implementation Plan(s) with respect to the Eastern Waterfront.

The use of proceeds from such additional capital commitments will be to execute the development of the Eastern Waterfront in accordance with the Master Innovation and Development Plan, including capital commitments to the Infrastructure Vehicle.

24. Additional Lands;
Designated Waterfront
Area

If either TWRC or Sidewalk Labs LLC or its respective controlled affiliates, directly or indirectly, whether alone or in conjunction with any other person, acquires or obtains an option to acquire or obtains any interest in any real property located in whole or in part within the "Designated Waterfront Area" under the TWRC Act (the "**Additional Lands**"), or engages in substantial negotiations (by such time as discussions reach the point of the parties exchanging any draft term sheets) with a third party to acquire or obtain an option to acquire or obtain an interest in any real property located in whole or in part within such "Designated Waterfront Area," such party will promptly notify the other party of such acquisition, option or interest, or substantial negotiations, and any Additional Lands acquired by a party or in which a party obtains an option or interest shall be included in the development of the MIDP and, upon approval of the MIDP, become subject to the MIDP and the related development and implementation thereof.

25. Land Methodology

The process for the transfer and valuation of lands, including through governmental appropriation or private acquisition by the Master Developer shall be set forth in the Master Innovation and Development Plan and/or the Definitive Documents and be consistent with the Land Methodology.

For the avoidance of doubt, TWRC shall not be obligated to transfer any land to the Master Developer prior to the approval of the MIDP.

26. Permitted Transfers

Subject to this Framework Agreement, the Master Developer may divest, develop, or otherwise monetize or develop project assets ("**Permitted Divestments**") by transferring assets to subsidiaries or to Development Companies or Project Companies. Each Development Company and Project Company will undertake a specific development or infrastructure project as per the Master Innovation and Development Plan, and shall be required to meet certain

objective standards of expertise depending on the project. Each Development Company and Project Company may have debt or equity investors in addition to the Master Developer and Sidewalk. Development Company and Project Company co-investors may include development partners as well as financial investors. Profits earned from the operation of a development may be distributed to the Development Company's and Project Company's equity owners, including the Master Developer. Development projects may be disposed of either by the Development Company or Project Company selling the developed assets, or by a sale of the Development Company or Project Company itself.

27. TWRC Economic Returns

In connection with the implementation of the MIDP, TWRC will receive an economic interest commensurate with its contributions to the Master Developer (or a Development Company). This consideration may take a number of different forms, and may include one or more of the three forms set forth below. The parties will allocate the consideration among such forms consistent with TWRC's financial objectives. These payment mechanisms may include:

1. Payments for the disposition of lands owned by TWRC consistent with the Land Methodology (the **"Option Fee"**);
2. An agreed oversight payment, paid quarterly in advance, to TWRC to reimburse it for its services throughout the implementation of the Master Innovation and Development Plan (the **"Management Fee"**); and/or
3. A performance fee to TWRC to allow it to participate in the economic returns to the Master Developer following the achievement of certain return thresholds (the **"Performance-based Participation"**).

The precise amounts and structure of TWRC's economic interest will be defined in the Master Innovation and Development Plan or the Definitive Documents consistent with this Framework Agreement, including the Land Methodology. In scenarios in which certain return thresholds are reached, TWRC may disproportionately participate in distributions/revenues generated by the implementation of the MIDP.

28. Google Headquarters Consistent with the Master Innovation and Development Plan, Sidewalk will facilitate the commitment from Alphabet to move Google's Canadian headquarters to Quayside or the Eastern Waterfront to provide an initial anchor.
29. Local Venture Investments The Master Developer will seek to originate venture investment opportunities in early stage technology companies in the Greater Toronto Area. The parties will form a working group with representatives of TWRC and Sidewalk's venture investment team that will meet monthly to review a pipeline of investment opportunities as sourced by TWRC or Sidewalk. The parties will seek to incorporate incentives for incubators and accelerators for Toronto-based technology companies in the Master Innovation and Development Plan.
30. Affordable Housing Trust The parties will form a working group to consider innovative approaches for financing affordable housing. These may include a dedicated investment vehicle that is funded through project-based revenues or development or other fees linked to economic impacts (the "**Affordable Housing Trust**"). The parties will seek to incorporate innovative approaches for financing affordable housing in the Master Innovation and Development Plan.
31. Urban Innovation Institute The parties will form a working group regarding the establishment of an urban innovation institute bringing together academia, industry, government and entrepreneurs to address growth challenges facing cities that will create a talent pipeline and a real-time knowledge exchange with pioneering companies (the "**Urban Innovation Institute**"). The parties will work collaboratively to incorporate the establishment of the Urban Innovation Institute in the Master Innovation and Development Plan and, subject to approval of the MIDP, establish the Urban Innovation Institute as a secondary anchor to Quayside or the Eastern Waterfront.

VI. Master Innovation and Development Plan Oversight

32. TWRC and Sidewalk Mutual Approval Rights TWRC and Sidewalk shall have mutual approval rights over: (i) the Master Innovation and Development Plan; (ii) deviations from the budget at the master development level; (iii) changes to agreements pertaining to the master development; and (iv) other matters to be agreed in the Definitive Documents.

33. Master Innovation and Development Plan

The Subsequent Definitive Documents will direct the Master Developer, directly or indirectly, to implement the Master Innovation and Development Plan, which Master Developer will be subject to oversight by and collaboration with TWRC consistent with this Framework Agreement, including without limitation as to the following:

- Establishment of a project phasing plan;
- Controlling master planning of all systems;
- Establishing and controlling ground rules on development and management;
- Setting affordability targets for development;
- Setting guidelines for transportation within the site;
- Creating development envelopes for individual parcels;
- Controlling objective standards for selection of partners;
- Establishing parameters for governance;
- Establishing a regulatory framework designed to maximize flexibility and innovation (zoning, building code, etc.);
- Establishing sustainability guidelines for construction and operations within the district;
- Maintaining operating control of the public realm, including parks, streets, etc.; and
- Maintaining operating responsibility for the provision of public services within the district, including, but not limited to public safety, education, sanitation, street maintenance, parks maintenance, and governance.

For the avoidance of doubt, the parties acknowledge that the successful implementation of the MIDP is subject to coordination with, governance by and/or approvals of various governmental authorities and agencies over which they do not have authority or control.

To facilitate the successful implementation of the Master Innovation and Development Plan, the Master Developer will, among other things:

- Work, as necessary, within local union or local hiring requirements (development) and/or municipal union requirements (operations);
- Recommend and work with the applicable governmental authorities to set and capture special assessments or surcharges including use fees;

- Allocate development and other incentives (retail, small business, arts, etc.), as appropriate;
- Seek to encourage investments in local companies, consistent with the needs of the Project; and
- Take other steps, as appropriate, to establish a vibrant and socio-economically diverse community on the Toronto Waterfront.

It is anticipated that the Master Developer will utilize Development Companies and Project Companies to fully implement the Master Innovation and Development Plan, including enabling downstream commercial partnerships. Development Companies and Project Companies will be contractually obligated to comply with the applicable portions of the Master Innovation and Development Plan.

34. Governmental
Approvals and
Financing Strategies

Master Developer will seek to obtain all necessary governmental approvals, entitlements, zoning changes, tax incentives and other permits and incentives as may be required to implement the Master Innovation and Development Plan and the applicable Business and Implementation Plan(s). During the establishment of the Master Innovation and Development Plan, the parties will identify the scope of programmatic incentives and entitlements that will be required and the timeframe and strategy for obtaining the same.

The parties acknowledge that any development of this scale will result in substantial positive economic development throughout the area. The parties will explore financing mechanisms that monetize the future economic impacts (including through adjustments in tax assessments and other public fees) to sponsor infrastructure, affordable housing through potential tools such as an Affordable Housing Trust and other aspects of the Project.

A creation of three governments, with a unique funding and accountability history as public stewards of the waterfront, the unique relationship TWRC has with its government partners built over almost two decades of waterfront revitalization, is recognized by the parties.

To ensure efficiency in approach, Sidewalk and TWRC will jointly coordinate on a strategy for governmental relations and public stakeholder engagement to advance the Project consistent with the Master Innovation and Development Plan. Such coordination will include joint advance planning,

whenever practical, of significant substantive engagement with senior government officials relating to and likely affecting the Project.

VII. Infrastructure Vehicle

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| 35. Objective | The Infrastructure Vehicle will finance infrastructure projects instrumental to the Master Innovation and Development Plan and private infrastructure projects that may levy fees for usage on Development Companies and/or residents and tenants of Quayside and the Eastern Waterfront. |
| 36. Sidewalk Infrastructure Investment | <p>The Sidewalk Infrastructure Investor or an affiliate thereof may make a contingent commitment to subscribe for interests in the Infrastructure Vehicle subject to execution and delivery of the Definitive Documents, creation of the Infrastructure Vehicle, and approval of the Master Innovation and Development Plan. The Infrastructure Vehicle anticipates soliciting capital commitments from the Canada Infrastructure Bank and private sector investors.</p> <p>The Infrastructure Vehicle will fund infrastructure projects as specified in the Master Innovation and Development Plan (the “Required Infrastructure”).</p> |
| 37. Required Infrastructure | The Infrastructure Vehicle will finance the Required Infrastructure as per the terms and conditions set out in the Master Innovation and Development Plan. It is anticipated that each Required Infrastructure project will be owned by a Project Company. Each Project Company may have financial or development partners as owners or lenders. It is expected that each Project Company will own and operate the relevant Required Infrastructure project, and will earn fees from users and that profits from the operation of the Required Infrastructure projects, or from the disposition of a Required Infrastructure project or a Project Company, will be distributed to the Infrastructure Vehicle, and by the Infrastructure Vehicle to its investors in accordance with the terms of its debt and equity instruments. |
| 38. Other Projects | The Infrastructure Vehicle may invest, lend, divest, refinance, syndicate or otherwise finance other projects consistent with the Master Innovation and Development Plan, and Sidewalk, TWRC and other parties may sell or lease assets to the Infrastructure Vehicle as necessary for such projects. |

VIII. Other

- | | |
|-----------------------------------|---|
| 39. Governing Law | This Framework Agreement will be governed by, and construed in accordance with, the laws of the Province of Ontario, regardless of the conflicts of laws principles thereof. Each of the parties agrees that any dispute arising between the parties in relation to this Framework Agreement will, subject to the dispute resolution procedures set out in the Collaboration Principles, be brought exclusively in the courts of Ontario. |
| 40. Transfer Restrictions | The Definitive Documents will seek to align the Master Developer's economic interests with those of TWRC, including with respect to the sale of interests to third parties as described in this Framework Agreement. |
| 41. TWRC Conditions
Precedents | The Definitive Documents may be subject to certain conditions precedent including approval by TWRC's shareholders. |
| 42. Confidentiality | Sidewalk acknowledges that TWRC has adopted a freedom of information policy (" FOI Policy ") under which it has committed to make certain information available to requesting parties, subject to certain exceptions. A copy of the FOI Policy is available at: |

[http://www.waterfronttoronto.ca/nbe/portal/waterfront/
Home/waterfronthome/about-
us/accountability/policies](http://www.waterfronttoronto.ca/nbe/portal/waterfront/Home/waterfronthome/about-us/accountability/policies)

In accordance with the FOI Policy, all financial or commercial information of Sidewalk that is supplied in confidence to TWRC, including trade secrets, scientific, technical and labour relations information (collectively, "**Sidewalk Confidential Information**") previously or hereafter supplied by or on behalf of Sidewalk to TWRC or its representatives in connection with this Framework Agreement, the other Definitive Documents or the Project or other Transactions contemplated hereby or thereby is exempt from disclosure under the FOI Policy and will not be disclosed by TWRC, and TWRC will ensure that none of its affiliates or representatives disclose the Sidewalk Confidential Information to any person other than to TWRC's advisors (including government bodies), except as set out herein, otherwise agreed in writing or required by law.

Sidewalk Confidential Information shall not include any information that: (a) is or subsequently becomes generally available to the public through no fault of TWRC; (b) TWRC

has or knew at the time of disclosure or subsequently acquires by lawful means from a third party who is not in breach of confidentiality obligations to Sidewalk; or (c) is independently developed by TWRC without reference to any Sidewalk Confidential Information.

Sidewalk shall ensure that all Sidewalk Confidential Information is appropriately marked as "confidential" to indicate that it is financial or commercial information (including trade secrets, scientific, technical and labour relations information) and has been provided in confidence.

Sidewalk acknowledges that under the FOI Policy, portions of records containing Sidewalk Confidential Information may be disclosed by TWRC to the extent such portions do not contain Sidewalk Confidential Information and are not otherwise exempt from disclosure under the FOI Policy.

If TWRC receives a request for access to information that includes Sidewalk Confidential Information, TWRC shall:

- give prompt written notice to Sidewalk of the request and the Sidewalk Confidential Information that TWRC considers to be within the scope of the request;
- allow Sidewalk 20 days to make representations to TWRC as to why the Sidewalk Confidential Information in question should not be released (in whole or in part), including representations substantiating that such Sidewalk Confidential Information is in fact financial or commercial information of Sidewalk that is supplied in confidence to TWRC (including trade secrets, scientific, technical and labour relations information);
- make a decision with respect to the disclosure of the relevant Sidewalk Confidential Information, acting reasonably and in good faith, taking into consideration the representations of Sidewalk; and
- inform Sidewalk of its decision and, if applicable, disclose the relevant information in accordance with the process set out in the FOI Policy.

This Framework Agreement, its contents and the terms of the Project and other Transactions (collectively, "**Contract Information**") will not be disclosed by any party, and each party will ensure that none of its affiliates or representatives disclose the Contract Information to any person other than to

such party's advisors (including government bodies), except as set out herein, otherwise agreed in writing or required by law. Notwithstanding the foregoing, Sidewalk acknowledges that portions of Contract Information may be subject to disclosure by TWRC in accordance with the FOI Policy to the extent such Contract Information is not exempt from disclosure (as Sidewalk Confidential Information or otherwise) under the FOI Policy.

TWRC further agrees not to disclose records containing information that is mutually generated by TWRC and Sidewalk without Sidewalk's prior written consent and to agree to reasonable restrictions on use and sharing, and the application of safeguards to protect, such information, and to notify Sidewalk of any breaches, subject to and in accordance with the FOI Policy.

Sidewalk also acknowledges that TWRC may become subject to the *Freedom of Information and Protection of Privacy Act* (Ontario) or a similar freedom of information law ("FIPPA"). If TWRC receives any request for information under FIPPA for access to any record(s) containing or based on Sidewalk Confidential Information or other information provided by or on behalf of Sidewalk, or mutually generated by TWRC and Sidewalk, TWRC shall notify Sidewalk promptly and prior to making any disclosure in response to such FIPPA request and shall afford Sidewalk the opportunity to make submissions concerning non-disclosure in accordance with the affected party notification regime under FIPPA.

TWRC shall not be deemed to be in breach of this Framework Agreement, and shall have no liability to any party, for disclosure of any information in good-faith compliance with its FOI Policy or, if applicable, FIPPA.

- | | |
|--------------------------|---|
| 43. Expenses | All expenses of the parties incurred in connection with the negotiation and execution of this Framework Agreement shall be borne by the party incurring such expenses. |
| 44. Conditions Precedent | The execution and delivery of the Definitive Documents shall be subject to customary conditions precedent. |
| 45. Exclusivity | In consideration of the substantial expenditure of time, effort and expenses to be undertaken by Sidewalk, the Master Developer and its representatives in connection with the Transactions, and in order to induce Sidewalk and the Master |

Developer to pursue the Transactions, TWRC hereby agrees and undertakes that during the period commencing as of the date of the execution of this Framework Agreement and ending on the earlier of the mutual approval of the MIDP and the termination of this Framework Agreement (such period, the “**Exclusivity Period**”), TWRC shall not (and shall not authorize or permit any of its officers, directors, employees, agents, or affiliates to), directly or indirectly:

- initiate, authorize, make, accept, negotiate, discuss, entertain, or otherwise pursue any offers or proposals to engage in any equity investment, debt financing, or other transaction that may be an alternative to, or may interfere with, the Project, the development of Quayside or the Eastern Waterfront or any plan for the development of Quayside or the Eastern Waterfront (any such transaction, an “**Alternative Transaction**”);
- offer, solicit, request, encourage, or respond to any proposal by any third party with respect to any such Alternative Transaction; or
- enter into any agreement or understanding in respect of, or consummate any, Alternative Transaction.

During the Exclusivity Period, Sidewalk Labs shall notify TWRC of any substantial negotiations (by such time as discussions reach the point of the parties exchanging any draft term sheets) regarding any urban development project of similar or greater size and vision as the Project for Quayside and the Eastern Waterfront.

Any discussions between the parties relating to these exclusivity provisions shall be consistent with the Collaboration Principles, including the dispute resolution procedures therein as appropriate.

46. Representations

TWRC represents and warrants to Sidewalk and the Master Developer that the designation of the Master Developer as the Partner has been made in accordance with the RFP and that TWRC’s conduct in connection with the RFP process, including the creation and administration of the RFP and the designation of the Master Developer as the Partner, has been in compliance with all applicable laws and policies applicable to TWRC, including those relating to TWRC’s mandate, procurement and confidentiality.

Sidewalk represents and warrants to TWRC that it has not engaged in any improper conduct intended to influence any government officials in connection with the RFP process.

Each of the parties represents and warrants to the other that such party has all necessary regulatory approvals and powers necessary to enter into this Framework Agreement.

47. Assignment

Sidewalk shall have the right to assign to one or more of its subsidiaries any or all of its rights and obligations as set out in this Framework Agreement and the Definitive Documents provided that (a) control of such subsidiary remains with Sidewalk, (b) such subsidiary agrees to be bound by all of the applicable obligations of Sidewalk and (c) Sidewalk shall not be released from any of such obligations as a result of such assignment.

48. Entire Agreement

This Framework Agreement (including the schedules hereto) constitutes the entire agreement, and supersedes all other prior agreements and understandings (including, for the avoidance of doubt, the RFP), both written and oral, between the parties with respect to the subject matter hereof; provided, however, that the Non-Disclosure Agreement, executed by Kevin Newsom of TWRC and delivered to Sidewalk, and the confidentiality provisions contained in Section 3.5.1 of the RFP, shall continue to apply in accordance with their terms. In addition, the parties acknowledge the letter, dated as of the date hereof, delivered by Alphabet Inc. to concurrently herewith.

49. No Third-Party
Beneficiaries

This Framework Agreement is not intended to and shall not confer upon any person other than the parties hereto any rights or remedies hereunder.

50. Counterparts

This Framework Agreement may be executed in counterparts, each of which shall constitute an original.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned hereby execute this Framework Agreement as of the date first written above.

TORONTO WATERFRONT
REVITALIZATION CORPORATION

APPROVED AS TO FORM

Name:
Title:

Name:
Title:

SIDEWALK LABS LLC

Name:
Title:

SIDEWALK TORONTO, LIMITED
PARTNERSHIP

Name:
Title:

[Signature Page to Framework Agreement]

Schedule 1Fair Procurement Standards

These Fair Procurement Standards will be refined and agreed to by the parties up to execution of the PDA. The following is intended to guide the parties' discussion prior to execution of the PDA.

The parties will jointly define Fair Procurement Standards in the Master Innovation and Development Plan that balance the public interest in market-based sourcing with facilitating purposeful solutions for innovation and are consistent with Section V and Subsection A5, c., vii of Appendix C of the RFP). Consistent with the legal requirements that may affect TWRC, such procurement strategies will include: (1) significant consultation and engagement with TWRC on deployment of urban technologies, (2) assurance that transactions by the Master Developer with affiliates or third parties will be on demonstrably arm's-length terms; and (3) flexibility for the Master Developer to attract capital investments.

All procurement by the Master Developer will be subject to the applicable provisions of the Master Innovation and Development Plan as approved and overseen by TWRC. The Master Innovation and Development Plan will identify areas where Master Developer's and its affiliates' incubation or technology investments may represent purposeful solutions that cannot be sourced from the market. Subject to adequately safeguarding any proprietary, confidential or commercially sensitive information of Master Developer and its affiliates, the parties will explore ways that might be used to insert the appropriate level of objectivity into the Fair Procurement Standards for objectively demonstrating that particular solutions or technologies are not available from the market. Any such agreed objectivity protocols shall be included in the MIDP and/or other appropriate Definitive Documents. Such exploration by the parties may include discussion of potentially utilizing some of the following protocols, to the extent practical, in appropriate circumstances:

- a) advance public notice of the intention to source a technology or solution on a sole-source (not openly competed) basis providing potential competitors a reasonable opportunity to demonstrate that they are already able to provide suitable alternatives on a competitive basis;
- b) independent third party validation that no suitable alternative can be sourced from the market; or
- c) other protocols as may be agreed aimed at providing impartial demonstration that no suitable alternatives are available from the market.

Consistent with the above, the Master Developer or its affiliates may enter into management, operations, purchasing, licensing, technology or other services agreements with related parties and third-parties (including the Infrastructure Vehicle, Development Companies and Project Companies). All such agreements shall be negotiated on an arm's-length basis and provide mechanisms that seek to provide impartial and objective demonstration that the agreement provides fair market value for the services, technology or solutions (such as, but not limited to, rights to audit profits generated by agreements). Such areas of purposeful solutions may include, but are not limited to:

- Technology that enables electronic sensing and management of the public realm;
- Technology that enables multi-modal transit in urban environments including infrastructure to support autonomous vehicles, “smart” traffic management, and digital inventory management of transit assets;
- Technology that enables the personalization of social services and city services (for example, health care);
- Technology that enables design, construction and operation of buildings using new materials, construction or fabrication methodologies, and that enables management of land use and building regulatory controls to be performed through real time, data driven performance assessment tools;
- Smart or district-scale infrastructure systems that enable dynamic resource management; and
- Technology that sources and manages city data to enable the creation of an urban data platform accessible via Application Programming Interfaces.

Master Developer may divest specific land parcels to Development Companies in order to enable purposeful solutions related to vertical development including but not limited to new building typographies, new building materials, new construction technologies, new occupancy models and new financing models for affordable housing.

Schedule 2

Collaboration Principles

The following Collaboration Principles are the principles related to day-to-day collaboration and oversight between Sidewalk and TWRC. The parties will work together to continue to refine the working relationship of the parties throughout the evolution of the Project and the appropriate processes, approvals, involvement, visibility, consultations, oversight, rights, responsibilities and roles throughout.

Day-to-day Collaboration

- TWRC and Sidewalk will work as an integrated team. The parties intend to capitalize on their respective skills with different members of the TWRC team and Sidewalk team leading functional working groups comprising individuals from both teams.
- The key employees of TWRC working on the implementation of the Master Innovation and Development Plan (the “**TWRC Team**”) will be co-located with Toronto-based members of Sidewalk.
- Every major functional working group specified in the Implementation Agreement will include at least one representative from each organization.
- The TWRC team will participate in the quarterly full team meetings with the full Sidewalk team.
- The parties will coordinate external communications and seek to develop a single, integrated branding of the project.

Oversight

- TWRC and Sidewalk will form a project management committee (the “**Project Management Committee**”) comprising an equal number of senior representatives of both parties including their respective CEOs. The Project Management Committee will set strategy and high-level shared objectives and will be the formal decision-making venue for the partnership of the parties. The Project Management Committee will meet regularly (and, in any event, not less than monthly), to coordinate the parties’ respective activities regarding the Transactions and the parties’ respective obligations and activities under this Framework Agreement and the Initial Definitive Documents.
- TWRC will have contractual or other rights to ensure the implementation of the project is consistent with the Master Innovation and Development Plan across the areas identified in this Framework Agreement.
- To enable this oversight, the Project Management Committee will receive regular reports on implementation progress prepared by the TWRC team and Sidewalk team jointly.
- Sidewalk will share quarterly feedback from its Board with the Project Management Committee.
- The parties will form an Advisory Committee to engage important local stakeholders in the development and implementation of the Master Innovation and Development Plan.
- The parties will discuss and agree on the scope of the Project Management Committee’s responsibilities and authorities in each of the Stages and following approval of the MIDP.

- The parties will discuss and agree on procedures relating to related party transactions and disclosure of any actual, potential or perceived conflicts of interests, and include same in the Definitive Documents.

Reporting

- The TWRC team and Sidewalk team will prepare an annual report for their respective Boards of Directors.
- The parties' approach to financial reporting will accommodate the financial reporting obligations and procedures of each party.

Dispute Resolution Processes

- The parties recognize that disagreements, differences or tensions (collectively, a "**Dispute**") between the parties may arise from time to time under this Framework Agreement and desire to establish procedures to guide the resolution of such Disputes in an expedient and friendly manner without resort to arbitration, litigation or other formal proceedings.
- If a Dispute arises between the parties under this Framework Agreement, and the parties do not resolve some or all of the Dispute through informal discussions among the relevant representatives involved, then: (a) either party may give the other party a written notice requesting initiation of these dispute resolution procedures with respect to such particular Dispute; (b) promptly following such notice, the Project Management Committee will meet to discuss and attempt to resolve the Dispute; (c) if the Dispute is not adequately addressed within 20 days of such notice by the Project Management Committee, the respective CEOs of Sidewalk and TWRC agree to meet to discuss and attempt to resolve the Dispute, including in person if necessary; (d) if the Dispute is not adequately addressed within 20 days of discussion by the CEOs, the parties shall, within 10 business days, mutually agree on a third-party mediator, and discuss and attempt to resolve such Dispute through mediation; and (e) if the Dispute is not adequately addressed after one mediation session, either party may provide written notice to the other party of its intent to terminate the Framework Agreement (an "**Intent to Terminate**").
- All information exchanged during such discussions and negotiations regarding a Dispute following a written notice requesting initiation of these dispute resolution procedures with respect to such Dispute will be regarded as "without prejudice" communications for the purpose of any settlement negotiations in connection with such Dispute and will be treated as "Confidential Information" pursuant to the terms of the Framework Agreement. However, evidence that is independently admissible or discoverable shall not be rendered inadmissible or non-discoverable by virtue of its use during such discussions and negotiations.

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: December 6, 2017 3:20 PM
To: Soler, Roger (INFC); Nassif, Marie-Pier (INFC)
Cc: [REDACTED]
Subject: 2018-2019 Corporate Plan and HR Backgrounder
Attachments: 2018 19 WT HR Budget Backgrounder 12-6-17.docx; WT CorporatePlan 18-19 12-6-17.pdf

Marie-Pier, Roger.

Hope all is well.

I wanted to share with you a copy of WT's 2018-19 corporate plan which is being presented to our Board tomorrow for approval as well as a 2 page backgrounder which speaks to WT's plans to staff up in the very near term to deliver on our two priority projects - Port Lands Flood Protection Implementation and Quayside.

Don't hesitate to reach out if you have any questions.

[REDACTED]

[REDACTED] | [REDACTED] | Waterfront Toronto | 1310-20 bay street | toronto ON M5J 2N8 | [REDACTED]

[REDACTED] | www.waterfronttoronto.ca



WATERFRONTToronto

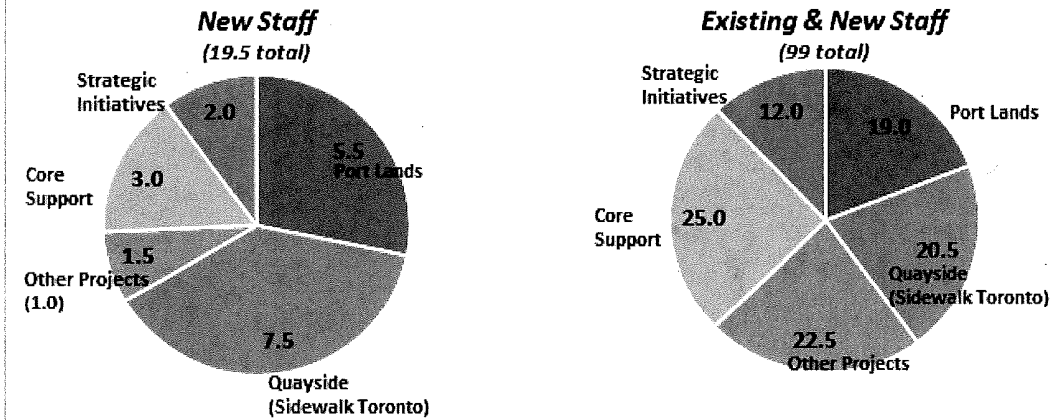
WATERFRONT TORONTO - 2018/19 Human Resources (HR) Budget - Backgrounder

- Waterfront Toronto is beginning to advance two transformational projects that will be game-changers for our city and whose impact is national in scope:
 - **Port Lands Flood Protection.** Waterfront Toronto has been tasked by governments with delivering one of the most significant infrastructure projects in North America – a \$1.25 billion project that will provide flood protection to southeast Toronto and unlock 400 hectares of prime downtown waterfront land in the Port Lands for development. This project will ultimately involve
 - **Quayside.** Waterfront Toronto in partnership with its Innovation and Funding Partner, Sidewalk Labs, will devote the next year to developing a Master Innovation and Development Plan that if adopted by Waterfront Toronto, our government shareholders and Sidewalk Labs, will form the basis for the Quayside development. The plan will focus on providing next generation infrastructure and transportation systems, creating new models of affordable housing and flexible retail uses, and establishing clear governance policies related to data protection and privacy.
- The 2018/19 HR Budget is \$15.4 million; this represents an increase of \$4.2 million from 2017/18 Amended budget.
- Waterfront Toronto is proposing to add the following 19.5 positions in 2018/19 (10 contract and 9.5 permanent) in the following areas:
 - 28% in Port Lands (5.5 permanent positions focused largely in project delivery, project accountability and specialist soil and groundwater expertise). The full WT Port Lands team will oversee third party firms representing approximately 1,000 designers, program and construction managers;
 - 38% in Quayside (7.5 contract positions focused largely in key project management roles, including negotiations lead, infrastructure & financing, urban design, planning and public engagement);
 - 21% in Core Support functions (4.0 positions, including a Chief Operating Officer, as well as support roles in HR, Procurement and Administration);
 - 8% in existing Waterfront Toronto 1.0 projects (1.5 positions) which have grown to include new parks (e.g. York St Ramp and Rees Street Parks) and infrastructure (re-alignment of the intersection of Queens Quay and Parliament St -- in order to extend Queens Quay for Bayside, GBC, City of the Arts, Monde, Quayside, Silo and the 3C sites);
 - 5% in Strategic Initiatives (1.0 contract position) to support existing and going-forward partnership initiatives with industry, governments, not-for-profits, and potential new philanthropic funding opportunities.

WATERFRONT TORONTO - 2018/19 Human Resources (HR) Budget - Backgrounder

- Governments have repeatedly asked Waterfront Toronto to ensure that the Corporation is set up and resourced to ensure the successful delivery of these two significant projects.
- The 2018/19 budget enables us to execute our Organizational Resiliency Plan Waterfront Toronto initiated this year, which includes the implementation of a new enterprise resource planning (ERP) system as well as an enhanced project risk governance framework (PMO).
- It is important to note that Waterfront Toronto cut staff by 4% this time last year pending greater certainty about funding for the Port Lands and market response to Quayside.
- The HR Budget has been developed to be efficient, strategic and cost effective:
 - More than 50% of the new positions are contract roles, providing Waterfront Toronto flexibility relative to project longevity;
 - All new permanent positions are fully funded through existing project budgets;
 - 75% (15) of the new positions are project related, and two thirds (13.0 positions) relate directly to Port Lands and Quayside;
 - Of the 19.5 new positions, 90% (17.5) are at the non-executive level, with the majority (69% or 13.5) being at the professional or support staff level.
- With respect to process, it is important to note the following:
 - Management has completed substantial due diligence with respect to the development of the HR Budget -- including individual HR planning, third party as well as executive team strategic planning meetings.
 - Management has validated key areas of this budget with third party and peer review entities, particularly those that relate to permanent hires such as the Port Lands Flood Protection project.
 - The Chairs Committee reviewed the HR budget at three separate meetings (November 16, 27 and 29). Their staffing recommendations have been incorporated to further strengthen the Corporation's capacity (and result in an increase of \$0.2 million to the total HR Budget.)
 - On November 29, 2017 the Chairs Committee recommended that the revised 2018/19 HR budget totaling \$15.4 million be incorporated into the 2018/19 Corporate Plan, for Board approval on December 7, 2017.

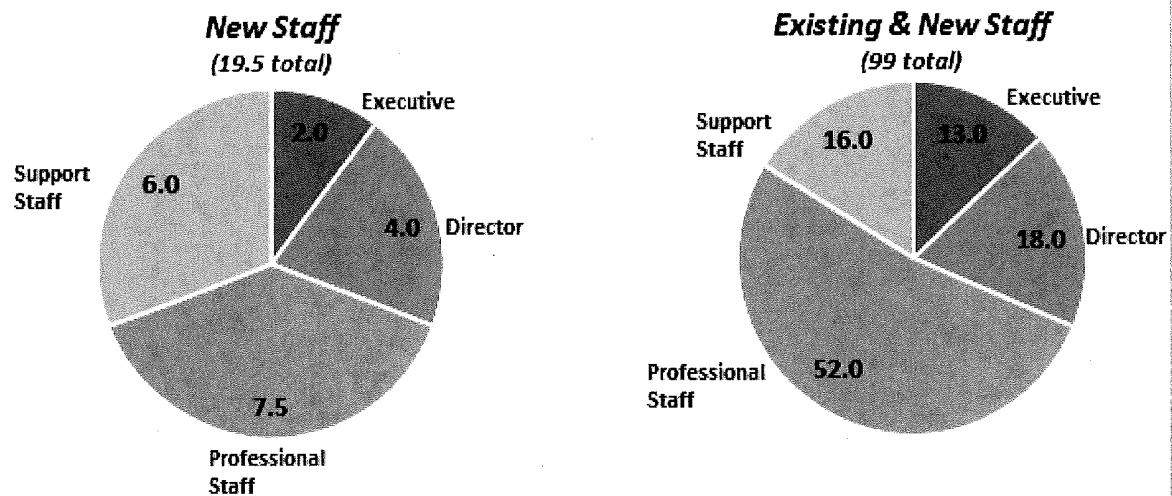
2018/19 Staff Complement by Project Cluster

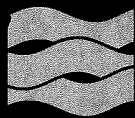


Staff Complement Breakdown based on 2018/19 Proposed Plan
(99 total: 79.5 existing/19.5 new)

Port Lands Flood Protection		Quayside (Sidewalk Toronto)		Other Projects (1.0)		Core Support		Strategic Initiatives	
13.5 Existing	5.5 New	13.0 Existing	7.5 New	21.0...	1.5 New	22.0 Existing	3.0 New	10.0 Existing	2.0 New

2018/19 Staff Complement by Position Level





Corporate Plan 2018/2019

WATERFRONToronto

Draft—November 30, 2017



This is the beginning, just the beginning, of an important conversation for our city and for cities around the world.

John Tory, Mayor of Toronto

Discussing Waterfront Toronto's invitation to the public to envision a waterfront that serves as a hub for sustainable development and urban innovation

”

August, 2017: Set-up for a public engagement event designed to inform Torontonians about transformational plans for the Port Lands and invite their input.

Community Q&A



Effective public engagement is essential to creating a thriving waterfront that works for everyone. Consulting meaningfully with Torontonians isn't just a step in the process, it's at the heart of everything we're trying to do.

Will Fleissig, Waterfront Toronto CEO

Waterfront Toronto CEO Will Fleissig (middle), Sidewalk Labs CEO Dan Doctoroff (right), and moderator Denise Pinto (left) listen to a question at a November, 2017 town hall meeting.



Members of the public at the pop-up public engagement event about the Port Lands.

To transform 800 hectares of underutilized former industrial land into beautiful, sustainable mixed-use communities and dynamic public spaces. ”

Waterfront Toronto's 25-year mandate

1

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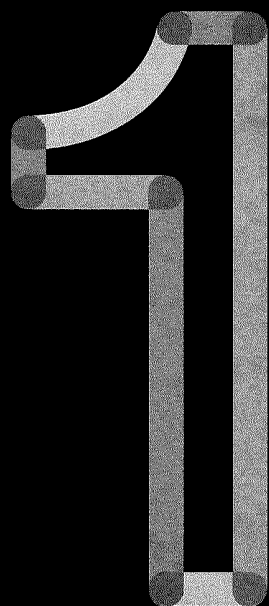
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SECTION 1 / VISION



Where the city meets the lake



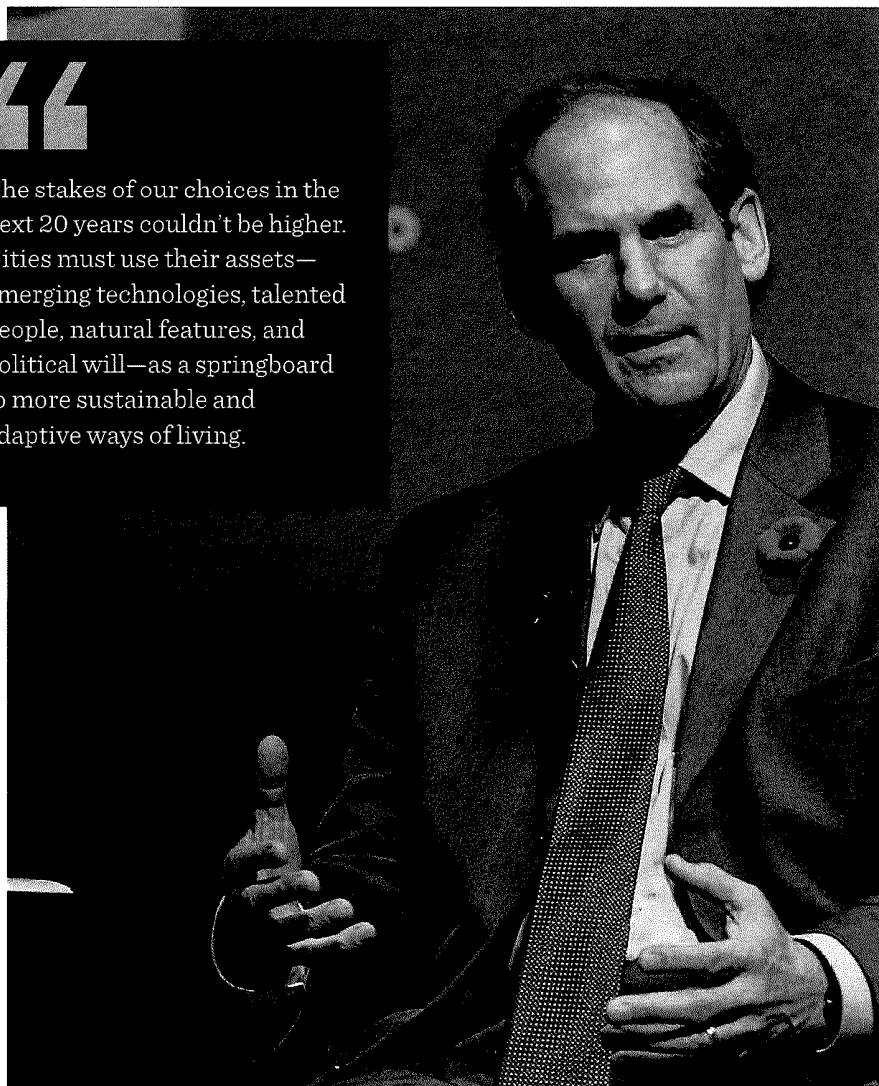
Waterfront Toronto's vision is of a waterfront that belongs to every Torontonian.

To realize that vision, we're working hard and listening hard. We're putting extensive and authentic public consultation at the heart of our work, and vetting our infrastructure and environmental plans with the world's top experts. We know that getting the waterfront right means getting it right for everyone.

This section shares perspectives from Waterfront Toronto's CEO and Chair, and lays out some of the strategic ideas that are guiding us as we continue working with Torontonians to make the lakeshore an even more vibrant and connected part of the city.

“

The stakes of our choices in the next 20 years couldn't be higher. Cities must use their assets—emerging technologies, talented people, natural features, and political will—as a springboard to more sustainable and adaptive ways of living.



Will Fleissig, President & CEO of Waterfront Toronto

A message from Will

The urgent challenges cities face today require new models of partnership and collaboration. Whether the goal is responding to climate change, promoting inclusive economic growth, building more affordable homes, enabling mobility, or building social capital, siloed thinking and action can't take us where we need to go.

We need creative, coordinated action that harnesses the best tools and insights from every sector of our society: residents and businesses, academia and government, designers and technologists.

Waterfront Toronto was built for this. Seventeen years ago, at a very different time in the life of our city, three orders of government entered into an innovative partnership. They formed a new organization mandated to deliver transformative waterfront revitalization through shared investment, cross-sectoral partnerships, and genuine community engagement.

The power—and remarkable prescience—of this model is clear. Waterfront Toronto has delivered 28 kilometres of critical infrastructure, nearly 3,000 new housing units (almost 600 of them affordable), and 90 acres of new parks and public spaces—from Corktown Common in the West Don Lands to the redesigned Queens Quay. Places once abandoned now ring out with the life of the city.

Today, Waterfront Toronto is adding to this fabric of inviting spaces by the lake—and we're also embarking on a new phase of work. We're beginning to advance two transformational projects that urbanists are calling game-changers in the history of the city. Our plan for the Port Lands will unlock enormous economic value while enhancing Toronto's resilience to extreme weather and creating complete communities (see p. 24). And Quayside (Sidewalk Toronto) will

use advanced technology and cutting-edge building methods to create the neighbourhood of the future: green, affordable, accessible, and people-centred (see p. 34).

Why this bold new approach, and why now? The stakes of our choices in the next 20 years couldn't be higher. Cities must use their assets—emerging technologies, talented people, natural features, and political will—as a springboard to more sustainable and adaptive ways of living. Our waterfront can be the testing ground for these new ideas, so that the lessons we learn can be applied in neighbourhoods across Canada and around the world.

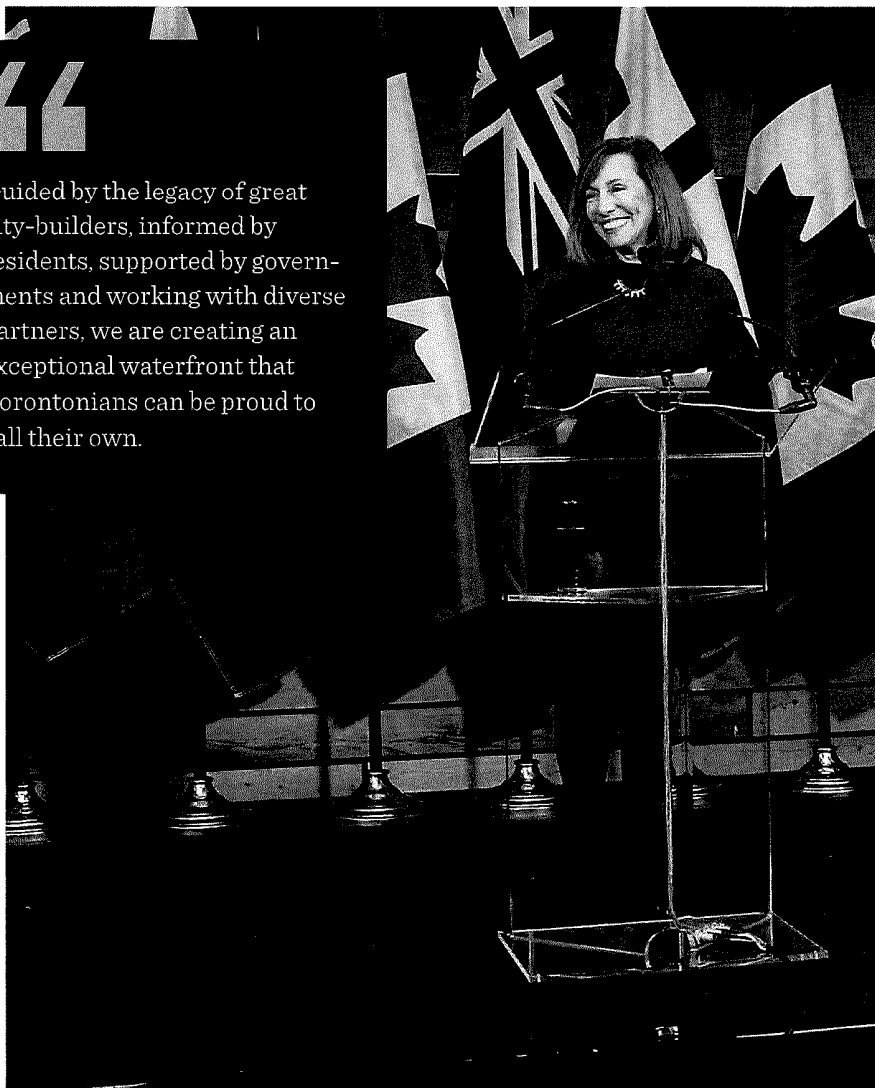
This moment of urgency and possibility arrives just as Toronto is turning a corner as a mature global city. Uniquely diverse, exceptionally open, and teeming with talent, our city has been attracting notice—not to mention people and investment—as a centre of energy and optimism at a time of widespread uncertainty.

Waterfront Toronto is ready to act as a catalyst, investor, steward, and partner at this critical time. The context has changed since our founding. And the scale of our ambitions has grown. But the same idea remains at the heart of everything we do. We're working alongside Torontonians to make the waterfront—neglected in the 20th century, essential to the 21st—a place where people come together to delight in their city and everything it makes possible.

W.K. Fleissig

Will Fleissig, President & CEO

“ Guided by the legacy of great city-builders, informed by residents, supported by governments and working with diverse partners, we are creating an exceptional waterfront that Torontonians can be proud to call their own.



Helen Burstyn, Chair of Waterfront Toronto's Board of Directors

A message from Helen

The vision described in this year's corporate plan is the boldest Waterfront Toronto has ever presented. It's a big vision, but on a human scale—designed to create a connected, walkable, livable waterfront that belongs to every Torontonian.

Like most great cities, Toronto has its share of iconic buildings and grand monuments that are legacies of its past. But Toronto is also a people city, and much of our unique character comes from visionary city-builders such as Jane Jacobs, whose dedication to people-first planning is woven into the DNA of our modern city and its strong neighbourhoods. No great building or master plan could ever be as powerful a force for urban vitality and innovation as the simple idea that a city grows best when it grows around the needs and priorities of the people who live there.

Waterfront Toronto is working with partners and neighbourhoods to begin a new phase of revitalization along the water's edge. The work we're doing now will boost our mobility and connectivity, spur our growth and resilience, and protect waterways and natural spaces—all while reflecting the values of welcome and inclusion that draw more than 80,000 new people here every year.

Success in realizing the ambitious projects we're launching this year will rest on two

pillars. One is the strength of Waterfront Toronto itself, which is actively building its capacity—its staff team, systems and processes, tools and technology—to deliver on its mandate. The other is the strength of Waterfront Toronto's relationships with communities. In the year ahead, the organization will be consulting broadly, engaging neighbours and partners in honest and inclusive conversations about what inspires them and concerns them about their city.

I am fortunate to serve on the Board of Directors of Waterfront Toronto alongside a group of remarkable civic leaders who bring a wealth of experience and a range of perspectives to the governance of this organization. Guided by the legacy of great city-builders, informed by residents, supported by governments and working with diverse partners, we are creating an exceptional waterfront that Torontonians can be proud to call their own.

Helen Burstyn, Board Chair

Who we are

Waterfront Toronto is working to create a vibrant, connected waterfront that belongs to every Torontonians. As city-builders, we care about creating neighbourhoods, parks, destinations, and infrastructure that make people’s lives better.

Mandate

Our organization was established in 2001 by the Government of Canada, the Province of Ontario, and the City of Toronto to unlock the social and economic potential of the waterfront. Our mandate has been to apply best practices in urban revitalization—from new technology and infrastructure to leading strategies in design and sustainable development—to over 800 hectares of underutilized land along Lake Ontario.

Record

So far, we’ve led or catalyzed 2.5 million square feet of development along the waterfront, adding affordable housing, commercial space, aquatic habitat, critical infrastructure, and beloved public spaces. Our projects have included the West Don Lands, Corktown Common, Underpass Park, Sugar Beach, Sherbourne Common, Queens Quay, the Port Lands, Jack Layton Ferry Terminal, and The Bentway.

**Strategic Initiatives:
Leading on urban innovation**

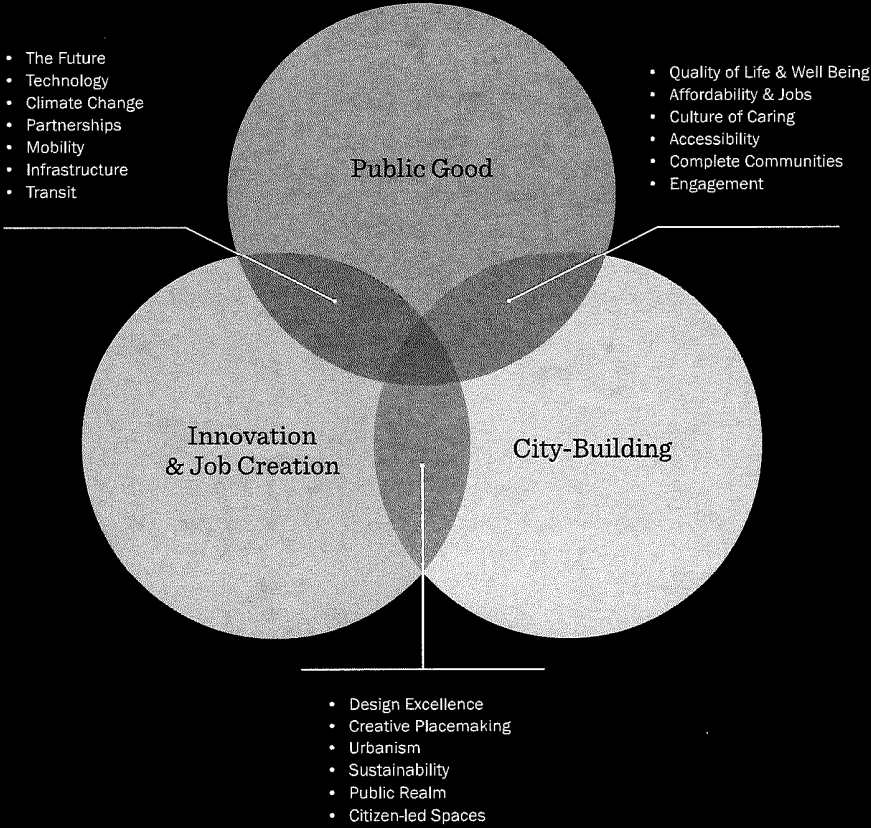
Toronto’s waterfront isn’t just an area with untapped potential for development. It’s one of the most exciting city-building opportunities on earth: a place where promising ideas for affordability, liveability, and sustainability can be tested, refined, showcased, and scaled.

This year, Waterfront Toronto will continue to advance strategic initiatives that explore the potential of our waterfront to not only enhance life in Toronto, but to contribute to the urgent global conversation about how to create better cities. We’re part of a worldwide community of practice that’s using design, technology, and sustainability principles to support dense, vibrant urban communities that are as friendly to people as they are to the planet.

- Sustainability.** We’re working with partners like C40 Cities to craft plans to reduce our greenhouse gas emissions to less than zero, and to strengthen our green building requirements.
- Connectivity.** We’re working with Beanfield Metro-connect to expand public Wi-Fi across more public spaces and facilities along the waterfront.
- Affordability.** We’re looking at a range of financing, partnership, and development models that could create more affordable housing, faster.
- Innovation.** We’re working with partners to create an urban innovation lab on the Quayside (Sidewalk Toronto) site, so the area can serve as an interim hub for city-building collaboration even as Torontonians engage in dialogue about what the area should eventually become.

Areas of focus

To create a waterfront that supports the outcomes that matter to Torontonians, we’re thinking and building at the intersections of innovation, city-building, and the public good.



Our board

Waterfront Toronto's Board of Directors is made up of 12 members, including a Chair, jointly appointed by the three orders of government. Our Directors are highly engaged in the Corporation's activities and ensure that our mandate is delivered in an accountable and transparent manner.

Helen Burstyn

Chair of the Board of Directors

Appointed by the Province of Ontario from February 24, 2016 to February 24, 2019

Designated as Chair of the Board of Directors on January 1, 2017

Mohamed Dhanani

Special Advisor to the President, Ryerson University

Appointed by the City of Toronto from April 1, 2016 to March 31, 2019

Stephen Diamond

President and CEO, DiamondCorp

Appointed by the City of Toronto from April 1, 2016 to March 31, 2019

Meric Gertler

President, University of Toronto

Appointed by the Province of Ontario from November 16, 2016 to November 15, 2019

Susie Henderson

President, Balance Infrastructure & Investments Inc.

Appointed by the City of Toronto from April 1, 2016 to March 31, 2019

Julie Di Lorenzo

President, Diamante Urban Corp

Appointed by the Province of Ontario from November 4, 2015 to November 4, 2018

Ross McGregor

Former President & CEO, Toronto Region Research Alliance

Appointed by the Province of Ontario from June 16, 2016 to June 10, 2019

Denzil Minnan-Wong

Deputy Mayor for the City of Toronto City Councillor for Ward 34, Don Valley East

Appointed by the City of Toronto from December 2, 2014 to November 30, 2018

Mazyar Mortazavi

President & CEO, TAS

Appointed by the Government of Canada from January 1, 2017 to December 31, 2019

Sevaun Palvetzian

CEO, CivicAction

Appointed by the Government of Canada from December 1, 2016 to November 30, 2019

Janet Rieksts-Alderman

Managing Director, BRG's Global Capital Projects

Appointed by the Government of Canada from December 1, 2016 to November 30, 2019

Jeanhy Shim

President and Founder, Housing Lab Toronto

Appointed by the Government of Canada from June 7, 2017 to June 6, 2020



From left: Prime Minister Justin Trudeau, Ontario Premier Kathleen Wynne, and Toronto Mayor John Tory listen to Waterfront Toronto CEO, Will Fleissig at the announcement of the Port Lands revitalization project.

Management team

Executive Team

William Fleissig

President and CEO

Meg Davis

Chief Development Officer

David Kusturin

Chief Project Officer

Marisa Piattelli

Chief Strategy Officer

Lisa Taylor

Chief Financial Officer

Chris Glaisek

Senior Vice President,
Planning and Design

Leslie Gash

Vice President, Development

Julius Gombos

Vice President, Project Delivery

Kristina Verner

Vice President, Innovation,
Sustainability, and Prosperity

Ian Beverley

General Counsel

Senior Staff

Edward Chalupka

Director, Government Relations

Sampada Chandane

Director, Financial Management

Erik Cunningham

Director, Development

Rose Desrochers

Director, Human Resources
and Administration

Meggen Janes

Director, Soil and Groundwater
Management & Brownfield Approvals

Simon Karam

Project Director

Pina Mallozzi

Director, Design

Kevin Newson

Director, Procurement

Amanda Santo

Director, Development

Mary Anne Santos

Director, Financial Planning



Looking west along the Water's Edge Promenade in East Bayfront.

SECTION 2 / PROJECTS



Where innovation meets the public good



Over the past 17 years, Waterfront Toronto projects—from Corktown Common to the revitalized Queens Quay to The Bentway—have already begun to change our city for the better, enhancing our quality of life and our economic wellbeing.

Today, we're embarking on two major initiatives—the Port Lands and Quayside (Sidewalk Toronto)—that hold the potential to transform our city and establish Toronto as a global leader in urban innovation.

This section describes our five key areas of focus in 2018/19, and the concrete steps we're taking toward success in each one.

Our projects

The Port Lands

p.24

An area as big as downtown available for innovative, sustainable development. We're making it usable by undertaking large-scale flood protection work.

Complete Communities

p.30

We're planning and partnering to ensure that new neighbourhoods along the waterfront are liveable places that work for people and enhance the city.

Quayside (Sidewalk Toronto)

p.34

An innovative neighbourhood where Toronto has an opportunity to set new precedents in affordability, sustainability, mobility, and prosperity.

Public Places

p.38

We've already helped to create more than 90 acres of new parks and public spaces by the lake. This year, there will be even more great places to gather.

Eastern Waterfront Transit

p.42

Better waterfront transit service is coming. Momentum is gathering for improved mobility along the lakeshore—from Woodbine Avenue to Etobicoke.

The Port Lands

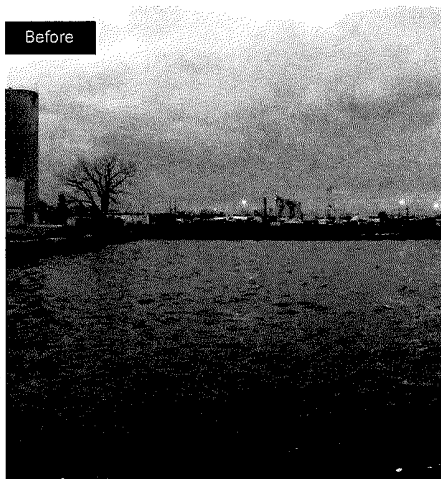
Flood Protection and City-Serving Infrastructure

No other city in the world has an opportunity like the Port Lands: an area as big as downtown available for innovative, sustainable development—parks and green spaces, mixed income housing, businesses, and amenities—all in the heart of the city.

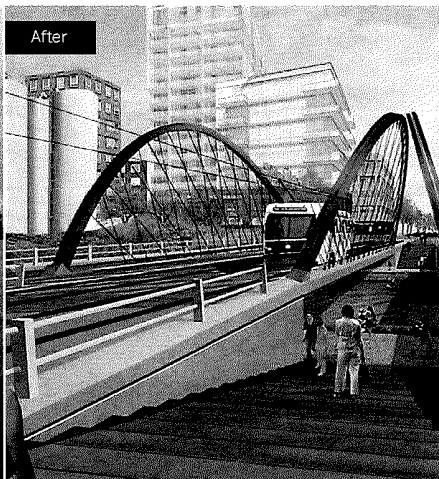
In June of 2017, the municipal, provincial, and federal governments affirmed a commitment that urbanists hailed as a game-changer in the history of our city: a \$1.25 billion dollar investment to protect southeast Toronto from flooding and enable the development of 400 hectares of prime downtown waterfront land. In addition to bringing new life to a long-neglected area in the centre of Toronto, we project that this investment will add \$5.1 billion in value to the Canadian economy, create 51,900 full-time years of employment, and generate \$1.9 billion in government revenue.



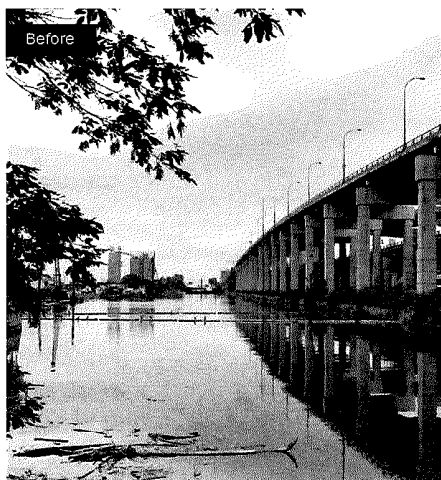
Looking west along the new river valley to the new Cherry Street Bridge and renaturalized mouth of the Don.



Cherry Street



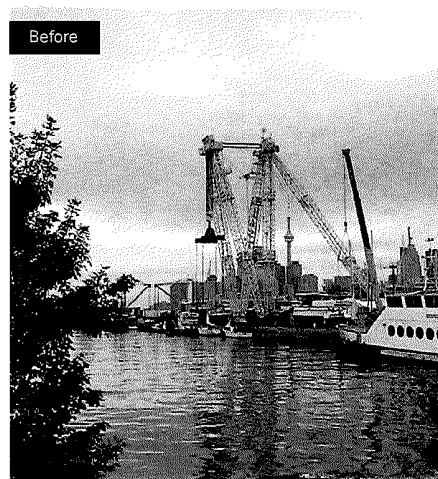
Looking southeast at North Cherry Street Bridge and realigned/new transportation



Keating Channel



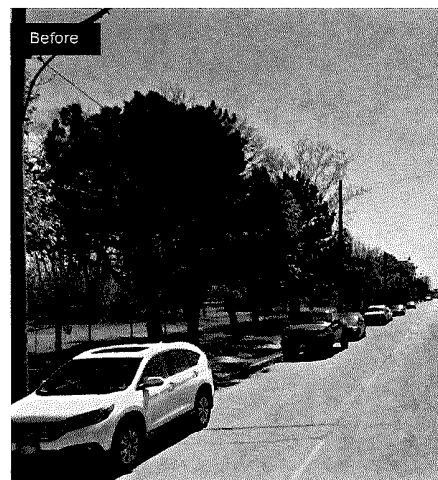
Looking west at vibrant public space along Keating Channel



Don River



Looking west across the naturalized mouth of the Don River



Commissioners Street



Looking west across new neighbourhood parks along Commissioners Street

The Port Lands

Progress



Funding:



**Flood Protection and City-Serving
Infrastructure**

210.0m

**Cherry Street Stormwater and
Lakefilling Infrastructure**

38.8m

Total investment this year:

= \$248.8m



Key partners:

- Government of Canada
- Province of Ontario
- City of Toronto
- Toronto and Region Conservation
- Infrastructure consulting from Rijkswaterstaat, the Dutch Ministry of Infrastructure

2018/19:

This year, we're...

- Continuing the detailed designs for planned flood protection measures, such as the river valley and parks, as well as roads and bridges.
- Carrying out important preliminary steps, including a comprehensive risk assessment and timely engagement with people and businesses who might be affected by our construction works.
- Beginning excavation of the river valley—the first step toward creating a new pathway for water to flow in a safe, contained way from the river into Lake Ontario.

History:

The story so far

In the early 1900s, Toronto filled in the wetland now known as the Port Lands to make space for growing industry—and redirected the Don River with an unnatural hard turn. Today, the area holds enormous potential to enhance the life and prosperity of our city. To realize that potential, we need to rehabilitate the health of the soil and protect the area from flooding by restoring and enhancing the natural flood protection capacity that once existed at the mouth of the Don.

“This flood protection landform radically alters the river’s environmental health, as well as the linear industrial geography of the Port Lands and therefore the destiny of the city. It is a project for the ages that will deservedly draw the attention of the world’s great cities.”

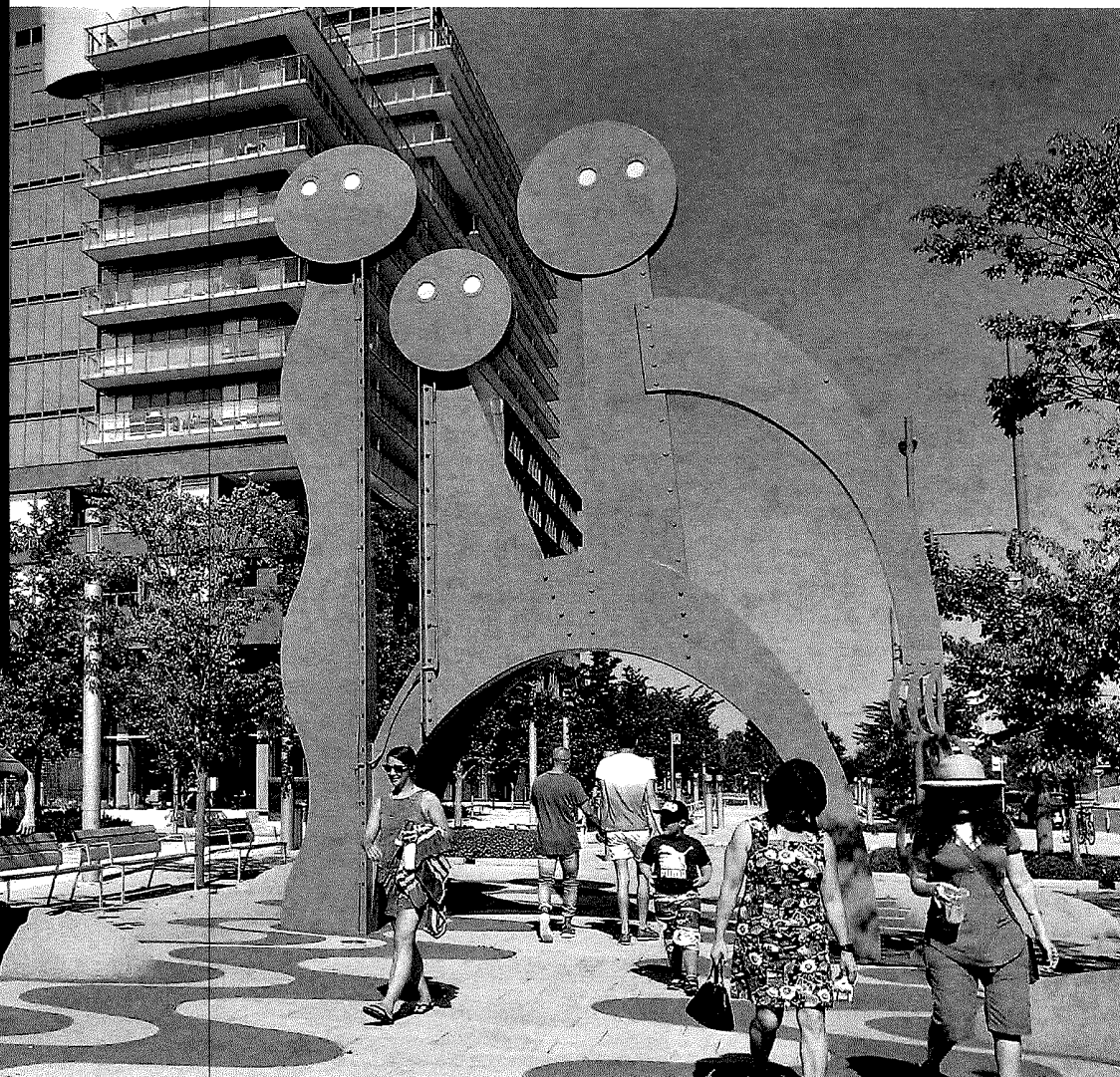
John Lorinc, Spacing Magazine, June 29, 2017

Complete Communities

Holistic planning for thriving neighbourhoods.

Through careful planning and smart partnerships, we're helping Toronto make the most of the large parcels of land available for development along the waterfront—ensuring that they become liveable communities that work for people and enhance the city.

Neighbourhoods that let residents work, play, shop, and access services close to home are good for people and the planet. They foster social ties, cut carbon emissions from vehicles, and let people spend less time commuting and more time being productive and having fun. In the lands along Toronto's waterfront, we're planning connected communities that are good at meeting residents' needs—and we're working with developers, community agencies, and governments to bring them to life. In addition to housing and commercial space, these areas will have services like child care and elder supports, and offer good transportation links to the rest of the city.



The Water Guardians by Jennifer Marman and Danial Borins create a playful environment on the Front Street Promenade in the West Don Lands.

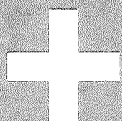
Complete Communities

Progress



Funding:

Stormwater System	19.9m
Parliament and Queens Quay East Intersection	16.1m
Bayside	10.9m
Queens Quay—Bay to Spadina	2.6m
Other projects; including construction of streets, and related planning approvals	1.9m
West Don Lands	1.5m
Dockside	1.3m
Environmental assessment for flood protection at Broadview and Eastern	0.8m



Total investment this year:

= **\$55.0m**

2018/19:

This year, we're...

- Adding parks and green space to the new East Bayfront neighbourhood around the foot of Sherbourne Street. Residents began moving into the area's developments last year.
- Completing work on a stormwater system to serve East Bayfront and the surrounding area: we're installing treatment equipment, electrical systems, pipes, and mains. This work will keep stormwater runoff, which often contains oil and silt, from reaching the lake.
- Finalizing precinct plans (designs for complete communities) for a number of areas, including Villiers Island.
- Obtaining municipal approvals, completing environmental assessments, seeking building permits, and working with developers—in short, taking all the governmental and regulatory steps required to bring complex developments to life.
- Doing road work to better link the Port Lands, including Quayside (Sidewalk Toronto), to the city. Currently, Queens Quay veers away from the water at Parliament Street. We're working to straighten this intersection, extending Queens Quay eastward to the Port Lands and drawing Parliament toward the water. Specific activities for 2018/19 include environmental and geotechnical investigations, and any necessary land acquisitions.

History:

The story so far

Unlike much of Toronto, the waterfront still has large parcels of land available for revitalization. These areas have been underutilized, often due to contamination from past industrial use. It's rare for a big city like Toronto to have opportunities to develop large areas so close to downtown—as opposed to building infill. Making the best possible use of these waterfront parcels is vital to our city's future.

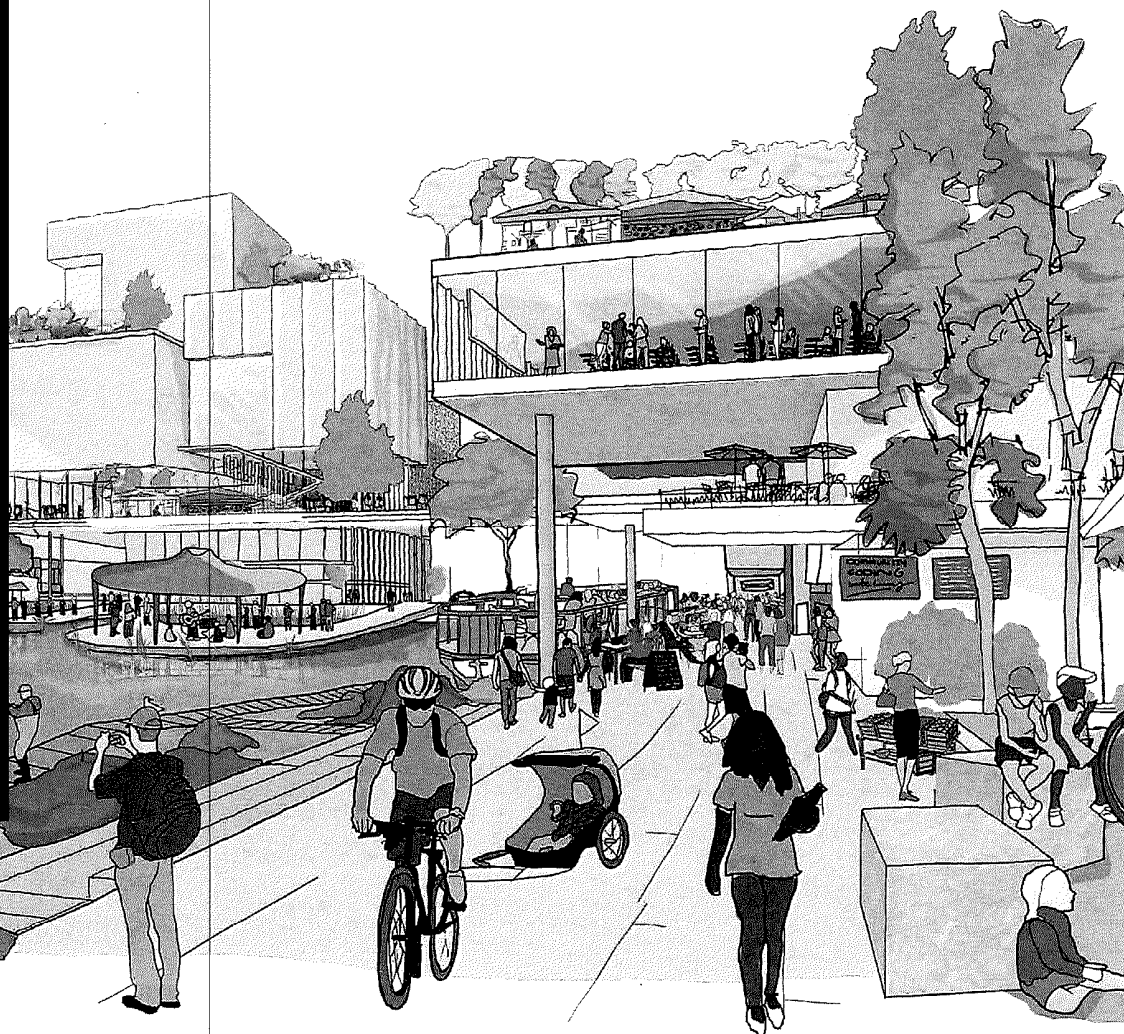
Quayside (Sidewalk Toronto)

A new kind of neighbourhood, harnessing innovation and technology for the public good.

We're working with Torontonians to imagine and build a neighbourhood that will combine forward-thinking, people-centred urban design and advanced digital technology to achieve new levels of sustainability, affordability, mobility, and economic opportunity.

Quayside (Sidewalk Toronto) has the potential to reveal promising directions for 21st century urban development. We're inviting Torontonians to help us imagine a community that combines new technology with the best insights from past experience—drawn from thriving cities around the world, and from beloved neighbourhoods here in Toronto.

As a partnership of three orders of government, Waterfront Toronto acts on behalf of the public. We're collaborating with Sidewalk Labs to envision precedent-setting approaches to building sustainable, inclusive, and prosperous communities. Building on the strength of Toronto's already-thriving tech sector, we're also working to create a global hub for a new industry focused on urban innovation—an emerging field that's capable of developing smart, scalable ideas to improve the quality of city life not only in communities across Toronto but in urban centres around the world. As we collaborate with Sidewalk Labs, we remain guided by and committed to the partners and stakeholders at the heart of everything we do: Torontonians themselves.



An artist's rendering included in Sidewalk Labs' vision response to our Quayside Innovation and Funding Partner Request for Proposals.

Quayside (Sidewalk Toronto)

Total investment this year:

= **\$3.6m**

Resources:

Vital first steps

Complementing Waterfront Toronto's investments in Quayside this year, our innovation and funding partner Sidewalk Labs has committed to fund up to \$50 million (USD) for an initial phase of public engagement, joint planning, and pilot project testing.

The scale of this support indicates the strength of Sidewalk Labs' commitment to an inclusive visioning process for Quayside (Sidewalk Toronto). It's also one more case of Waterfront Toronto enhancing the impact of public investments by combining them with private-sector resources to realize the full potential of the extraordinary development opportunities along Toronto's lakeshore.



Key partner: Sidewalk Labs

2018/19:

This year, we're...

- Undertaking intensive community and stakeholder engagement and consultation about the future of Quayside (Sidewalk Toronto). In addition to meeting with residents at town halls, pop-ups and other events, we're having conversations with the City, the TTC, utilities and other important stakeholders. So far, what we're hearing is that affordability, data privacy, and meaningful public input on planning are top concerns; in the months ahead, the consultation agenda will continue to take shape in live gatherings and online.
- Considering, in partnership with Sidewalk Labs, a range of sustainability options related to construction, engineering and operations on the Quayside (Sidewalk Toronto) site, and how some of these innovations may apply to the broader eastern waterfront.

History:

The story so far

Quayside is a specific parcel of land largely owned by Waterfront Toronto and the City of Toronto, and located in a historically underutilized area near the foot of Parliament Street. Quayside has also become shorthand for a developing vision for the area, and an associated implementation plan. Last year, Waterfront Toronto called for innovative ideas about how to plan, fund, and build a new kind of complete community by the lake. We invited proposals that would support mobility, inclusion, affordability, prosperity, sustainability, liveability, and great design. Sidewalk Labs made the most compelling proposal, and we've agreed to start exploring the future of Quayside (Sidewalk Toronto) in greater detail together—in consultation with Torontonians.

“Sidewalk Toronto will transform Quayside into a thriving hub for innovation and a community for thousands of people to live, work, and play.”

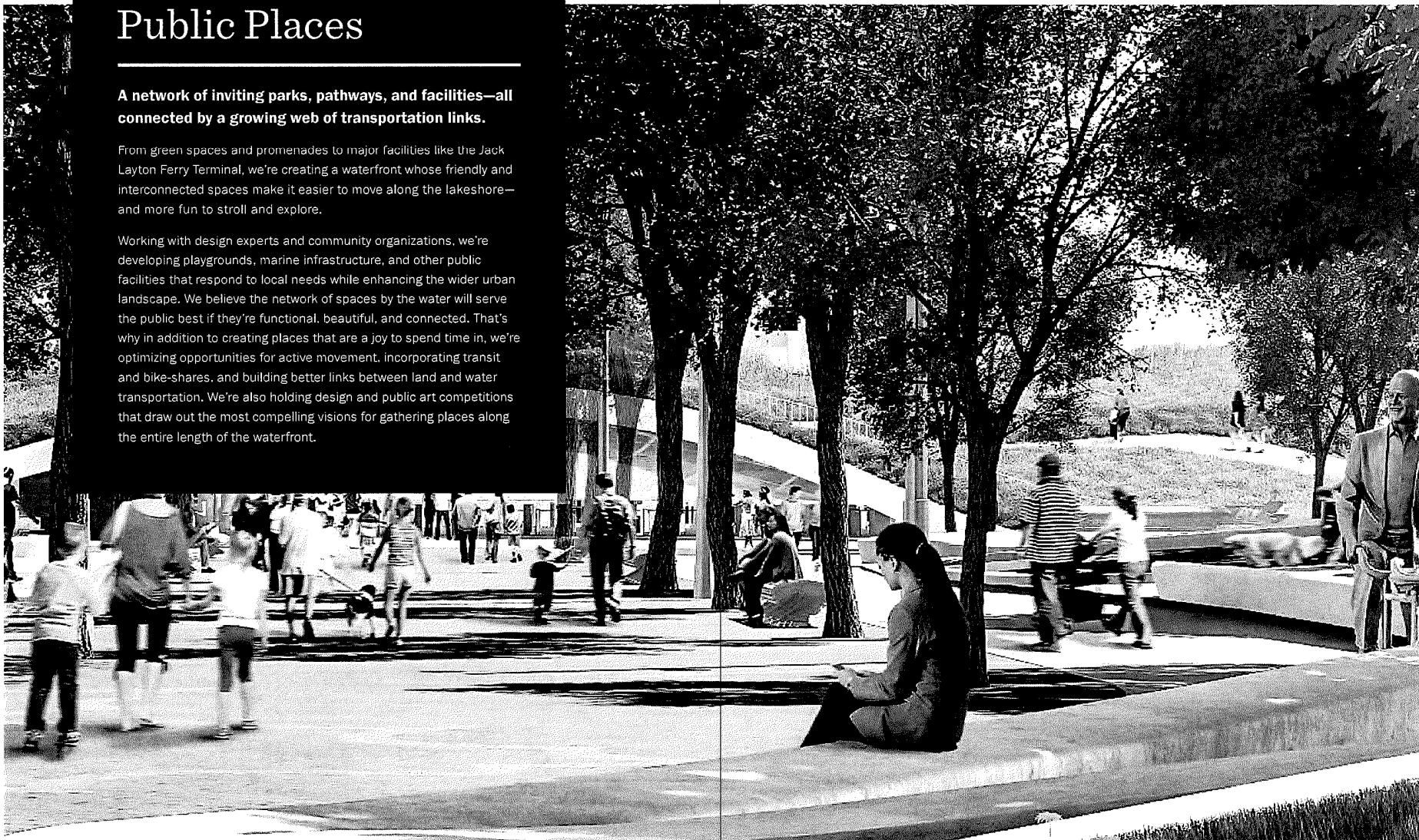
Prime Minister Justin Trudeau

Public Places

A network of inviting parks, pathways, and facilities—all connected by a growing web of transportation links.

From green spaces and promenades to major facilities like the Jack Layton Ferry Terminal, we're creating a waterfront whose friendly and interconnected spaces make it easier to move along the lakeshore—and more fun to stroll and explore.

Working with design experts and community organizations, we're developing playgrounds, marine infrastructure, and other public facilities that respond to local needs while enhancing the wider urban landscape. We believe the network of spaces by the water will serve the public best if they're functional, beautiful, and connected. That's why in addition to creating places that are a joy to spend time in, we're optimizing opportunities for active movement, incorporating transit and bike-shares, and building better links between land and water transportation. We're also holding design and public art competitions that draw out the most compelling visions for gathering places along the entire length of the waterfront.



Looking south to the pedestrian bridge by the new Jack Layton Ferry Terminal

Public Places

Progress



Funding:

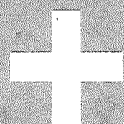
Public Art **3.5m**

The Bentway **2.2m**

Jack Layton Ferry Terminal **1.0m**

Parks (York Street, Rees Street) **0.9m**

Other **0.2m**



Total investment this year:

= \$7.8m

2018/19:

This year, we're...

- Completing construction on the first phase of the Jack Layton Ferry Terminal—the gateway to the Toronto Islands, one of the city's best used and best loved natural spaces.
- Getting The Bentway ready for public use—installing lighting, improving landscaping along the path, and adding amenities like the new skating trail. This long-neglected space will come alive in 2018.
- Soliciting creative visions from planners, designers, and artists for new waterfront destinations, including two new parks and a public art piece.
- Receiving City approval of the Villiers Island Public Art Strategy (to be appended to the Precinct Plan) and beginning to implement the Villiers Island Public Art Plan.

History:

The story so far

Since 2001, we've helped to transform 90 acres of waterfront land from empty, underutilized space into vibrant public gathering places—like Sherbourne Common, Underpass Park, Corktown Common, and the revitalized Queens Quay—that attract and connect Torontonians.

“Waterfront Toronto’s parks are incredible. Corktown Common is Toronto’s best new public space.”

Norman Di Pasquale, Steering Committee Member, Waterfront for All

Eastern Waterfront Transit

Fuelling waterfront revitalization with reliable, convenient transportation.

To support a vibrant urban waterfront, we're working with partners to make it easier to get down to the water's edge, and easier to move along the lakeshore—from the Eastern Waterfront (Woodbine Avenue) to Etobicoke.

Better waterfront transit service is coming, and we've laid some important groundwork for it over the last several years. We've completed environmental assessments for transit to East Bayfront, the West Don Lands, and the Port Lands. More recently, we've been working with the City and other partners to develop plans for a waterfront transit network that will meet the needs of growing neighbourhoods, commercial areas, and employment clusters right across the city's lakeshore. Transit planning is never simple. But we believe progress on waterfront transit is set to accelerate because so many stakeholders now share a strong commitment to finalizing and executing an effective strategy for improving access and mobility along the lake.



Artists' rendering of completed Queens Quay East revitalization in East Bayfront.

Eastern Waterfront Transit

Total investment this year:

= **\$0.3m**

2018/19:

This year, we're...

Focused on creating a good transit link between Union Station and the waterfront. Over the medium term, we're planning to deliver much enhanced service between Union Station and multiple waterfront destinations. However, since assembling the necessary funding and constructing the infrastructure will take several years, for now we're working on a near-term option that will enhance the service and convenience of the Bay Street bus. This year we're also undertaking some due diligence work aimed at assessing and selecting the best longer-term solutions.

History:

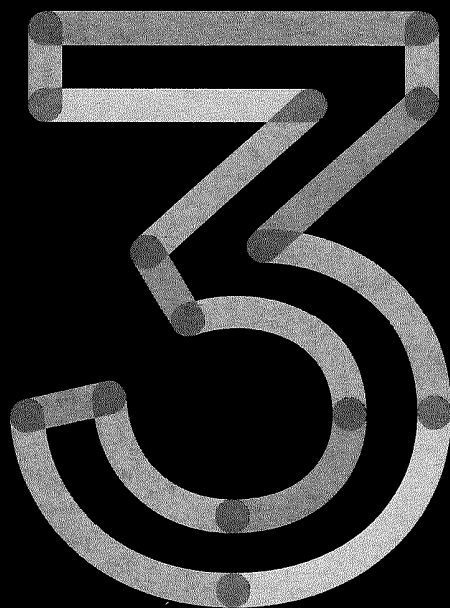
The story so far

For many years, transit planning along the waterfront was fragmented and incremental. A couple of years ago, leaders agreed that it was time to think more comprehensively about mobility near the lake. In 2016, City staff and others took stock of all the existing plans and studies, seeking to identify and combine the best ideas. In 2017, we were part of a collaboration that developed an integrated, waterfront-wide transit strategy; it proposes a network that will run along the lake from Woodbine Avenue to Etobicoke, and serve new waterfront neighbourhoods in the centre of the city. The strategy will be presented to Toronto City Council for approval early in 2018.



The 514 Cherry route opened in 2016, the first new streetcar line introduced in 16 years. It was completed as part of the West Don Lands plan.

SECTION 3 / FINANCIALS



Where vision meets action



The people of Toronto, Ontario and Canada are making big investments in the ambitious waterfront renewal projects described in this plan.

Waterfront Toronto is committed not only to the careful and transparent management of public funds, but to designing the team, processes, and systems that will let us generate the greatest possible public benefit with the resources entrusted to us.

This section lays out how our capital investments are being deployed this year, and how we're adapting our organization to deliver outstanding results as we get two exceptionally ambitious initiatives—Quayside (Sidewalk Toronto) and the Port Lands—underway.

Capital investment plan

(based on current committed projects and associated funding)

Corporate Plan Page #	Priority Initiatives	Figures are in \$ millions			
		2018/2019 Planned Investment	Estimated Investment to March 31, 2018	Balance of Capital Investment	Total Capital Investment 2003/04 through 2023/24
24	The Port Lands ^a	\$ 248.8	\$ 66.2	\$ 935.0	\$ 1,250.0
30	Complete Communities	55.0	488.6	129.5	673.1
34	Quayside (Sidewalk Toronto)	3.6	1.9	8.1	13.6
38	Public Places	7.8	69.8	32.2	109.8
42	Eastern Waterfront Transit	0.3	17.7	-	18.0
14	Strategic Initiatives	0.7	8.1	26.9	35.7
53	Core Support Functions ^b	8.2	55.2	19.1	82.5
Waterfront Toronto Total		\$ 324.4	\$ 707.5	\$ 1,150.8	\$ 2,182.7

a

The Port Lands is an area of particular focus this year, as we begin to allocate a combined public investment of \$1.25 billion that will roll out through 2028. The \$249 million directed to the Port Lands in 2018/19 represents 77% of our total capital investment for the year. Learn more about this major project on pages 24 through 27.

b

As we mobilize to deliver on our five key priorities this year, we're investing in the team and processes that will support our success. See discussion on pages 47, 52-3, and 61

Corporate operating budget

	2017/18 Revised Budget	2018/19 Budget	Change from 2017/18 Revised Budget	% Change from 2017/18 Revised Budget
General and Office Administration	\$ 1.3	\$ 1.4	\$ 0.1	a 7.7%
Accountability, Governance, and Performance Measurement Initiatives	0.1	0.4	0.3	b 300%
Information Technology (IT)	0.5	0.5	-	-
Public Engagement and Communication	0.6	0.6	-	-
Human Resources (HR)	11.2	15.2	4.0	c 35.7%
Operating Budget Before Amortization	\$ 13.7	\$ 18.1	\$ 4.4	32.1%
Amortization	0.2	0.5	0.3	
Operating Budget After Amortization	\$ 13.9	\$ 18.6	\$ 4.7	33.8%

Figures are in \$ millions

Waterfront Toronto's 2018/19 operating budget is \$4.7 million (or 34%) higher than last year. The following changes explain the difference.

a

The expansion of our office space at 20 Bay Street (see discussion under Capital Budget on page 52) will increase our operating costs in 2018/19.

b

As we begin to advance projects that are unprecedented in their scale and ambition, we're engaging experts to help us ensure that our performance measurement and resiliency and risk management approaches are optimized to support our success. This \$0.3 million increase over last year will go toward:

- The development and implementation of a formal, outcome-based performance measurement and reporting framework. The framework will define and prioritize our key performance indicators (KPIs), set performance targets, and allow us to more systematically measure our progress against strategic and operational objectives. We'll also adapt our employee performance management system to ensure that our team's efforts are carefully aligned with Waterfront Toronto's KPIs.
- A new enterprise content management strategy. We're developing a clear framework for the retention and digitization of documents and content. Implementing this strategy will free up office space as well as digital storage, both important to our organization's resiliency as we grow. A rationalized approach to content management and storage will also enhance our ability to share information efficiently, both with colleagues and with external stakeholders.
- A detailed five-year business plan (2019/20 to 2023/24). Required by Waterfront Toronto's enabling legislation, this plan will be presented for the review and approval of our Board of Directors in December 2018.

c

We scaled back our team last year while we awaited greater certainty about when and how our two largest projects—the Port Lands and Quayside (Sidewalk Toronto)—would proceed. With both these major initiatives now moving forward, we've added essential project staff in areas such as project delivery, procurement, accountability, and public engagement. This has expanded our total staff team from 79.5 positions to 99, and increased our HR spending by \$4.0 million.

Corporate capital budget

	2017/18 Revised Budget	2018/19 Budget	Change from 2017/18 Revised Budget	% Change from 2017/18 Revised Budget
Technology Infrastructure	1.3	0.2	(1.1)	(84.6%)
Facility Improvements	0.8	0.2	(0.6)	(75.0%)
Total Corporate Capital Budget	2.1	0.4	(1.7)	(81.0%)

Figures are in \$ millions

Notes on this year's investments

Last year (2017/18), we made significant investments in technology, infrastructure, and facilities as part of our new Organizational Resiliency Plan. For instance, we expanded our office space, implemented a new Enterprise Resource Planning (ERP) system, and made other technology-related improvements.

This year, we're on course to begin realizing the benefits of those investments. Also, since those significant expenditures are behind us, this year's corporate capital investment of \$0.4 million (2018/19) is considerably lower than last year's figure (\$2.1 million).

Outside of regular, recurring expenses, we're making two notable expenditures this year:

1. Replacing an outdated document management and storage system (Sharepoint 2010) with a web-based version that's compatible with our other tools, including our new cloud-based Enterprise Resource Planning system.
2. Reconfiguring our existing office space at 20 Bay Street. Last year, we expanded our overall footprint from 15,000 square feet to 16,600. This year, we're reconfiguring the space to accommodate 13 new work stations—required as we grow to include 99 staff (see discussion on pages 51 and 53)—and to make more room for meetings and collaboration. Also, by co-locating our team members working on Quayside with our partners at Sidewalk Labs, we've been able to keep our office expansion at 20 Bay Street relatively modest.

Staff increases concentrated in key project areas

This year, our team will expand to 99 people, with 19.5 new positions proposed as part of our human resources budget in order to drive our progress in 2018/19.

As compared to the 2017/18 Corporate Plan amendment, we're adding only one position at the executive level. Most of our new hires are at the director and manager levels.

About half of our new team members are focused primarily on our transformational projects. To drive the Port Lands flood protection project forward, we'll engage 4.5 project managers and a project coordinator. To support Quayside (Sidewalk Toronto) during the year ahead, we'll engage an infrastructure/finance advisor, a planner, two communications specialists, and 2.5 managers. Together, staff dedicated to these two projects represent 12 of our 19.5 new hires. The others will be engaged in Core Support functions, including operations, human resources, procurement, and project management.

Because our work focuses on complex, multi-year capital projects, we need the skills and expertise to achieve great results as well as the flexibility to scale up and scale back as the demands of our projects evolve. To this end, we make use of both permanent and contract staff; of the 19.5 positions we've added since the last corporate plan, 10 have been contract positions.

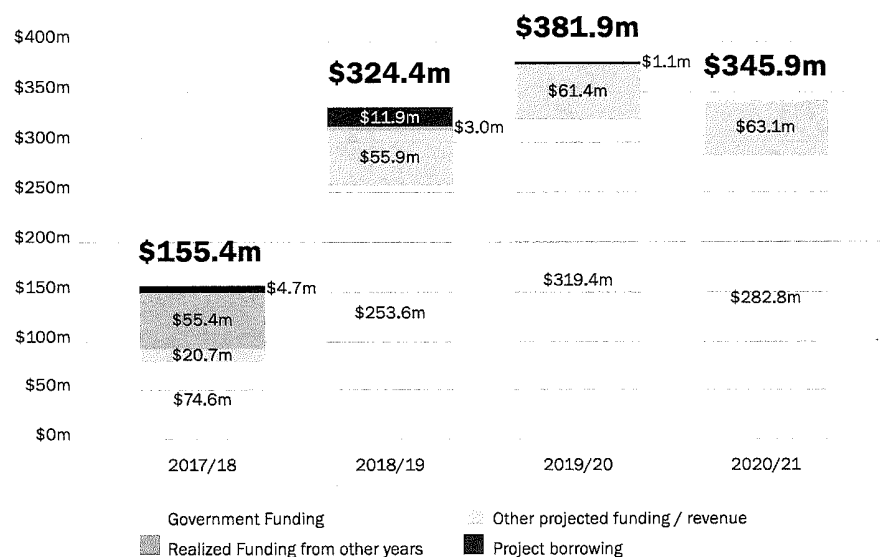
We plan carefully to keep our staff team closely aligned to the needs of our major capital projects. As well, Waterfront Toronto does planning work and engages with private developers to ensure that waterfront revitalization proceeds in a rational and coherent way that benefits the public. So although our team's growth generally tracks with the scale of our capital projects—as evidenced by this year's new hires—our staff do a lot of work related to planning, partnerships, and community consultation that enhance the waterfront and serve the public but aren't directly tied to our own capital initiatives.

Core support functions

As we mobilize to deliver our five key projects (p. 20-45), we're investing in the systems and processes that will support our success. Some of these—like our new governance and risk framework (p. 56-57), our performance measurement framework (p. 51), and our enterprise content management system (p. 51)—are covered elsewhere in this section.

In addition to investments in those areas, we're also building out the technology and capabilities that will support our intensive engagement work over the next year and beyond. We're prototyping and testing a range of consultation and engagement tools, both in person and online, and integrating these with technology that will help us stay connected with partners and community members as our projects and discussions evolve. We're also working to get better at telling the story of what we do and the difference we're aiming to make; we're developing an integrated communications strategy and a new thought leadership program, including publications, workshops, and symposia.

Our evolving funding mix



Figures are in \$ millions

Funding

Most of Waterfront Toronto's money comes from governments, although the share of revenue from other sources varies from year to year. Last year, for instance, the sale of land meant that funds from government represented a smaller proportion of our budget. All our funding—whether from government, land sales, or other sources—is dedicated to waterfront revitalization.

2018/19

From government, of which \$249m is for the Port Lands (p. 24)	253.6m
From other sources	55.9m
Borrowing ^a	11.9m
Realized funding from prior years	3.0m



Total investment this year:

= **\$324.4m**

^a

We expect that future surplus funding—outlined in Appendix II—will enable us to repay this loan in full by 2019/20. This repayment schedule conforms to the borrowing consent we've received from the three orders of government, which is valid through fiscal 2019/20.

Cash flow management

Once secured through an executed agreement, Waterfront Toronto's government funding is predictable, which reduces uncertainty as we plan cash flow for major capital projects. In 2018/19, government funding constitutes 78% of our funding, as discussed on page 55.

To manage the risks and complexities associated with our other funding sources—such as land and lease sales, parking revenues, and other income—we use prudent cash flow management and forecasting approaches. Our cash flow projections undergo regular review by internal and external stakeholders. Waterfront Toronto's finance team assesses cash flow monthly to ensure that we're able to meet our financial obligations and reliably deliver on our mandate. Other key stakeholders—including the Finance, Audit and Risk Management (FARM) Committee of our Board, government partners, and lenders—review our position and projections on a quarterly basis.

Resilience & risk management

Waterfront Toronto navigates a complex business environment: our waterfront revitalization work involves a range of major infrastructure projects, as well as diverse partners and stakeholders. Our risk management framework includes analysis of the risks associated with individual capital projects, as well as those that stand to affect our entire enterprise.

Over the past 17 years, we've been successful in managing and mitigating the risks associated with long-term infrastructure development. Our risk management approach has been developed by our senior management team and internal committees, and overseen and approved by our Board.

One of our key organizational objectives for 2018/19 is to further strengthen our risk management strategies to account for the more ambitious scale at which we're now investing. We're planning measures to ensure that we're well positioned to deliver on the plans laid out in this document even as our operating environment continues to evolve.

Enterprise risk

We define enterprise risk as:

Unforeseen issues, not directly attributable to capital projects, that have implications for our entire Corporation.

Waterfront Toronto has an Enterprise Risk Management Taskforce that meets regularly and maintains a corporate risk register designed to identify, measure and mitigate key risks to our organization. Our internal auditors regularly review the risk register for completeness and adequacy, ensuring that it captures all major enterprise risks, assesses them adequately, and lays out appropriate mitigation plans. Internal auditors also use the risk register to determine areas for audit in the coming year. At least annually, the FARM Committee reviews the risk register with the senior management team.

Capital project risk

We define capital project risk as:

Unforeseen issues associated with the implementation and delivery of capital projects.

Board oversight. Waterfront Toronto's Board of Directors provides oversight of capital project risk through the FARM Committee, which monitors on a quarterly basis all capital projects it sees as high-risk by nature: for example, those that are high value (\$50 million or more), involve unusual complexity, have special public prominence, or are subject to unknown risks such as the discovery of unexpected problems during excavation. To support the careful monitoring of high-risk capital projects, Waterfront Toronto will produce project-specific quarterly reports for the FARM Committee, covering each project's budget, scope, schedule, and risk in detail.

Management oversight. Waterfront Toronto contracts with a number of risk consultants, who maintain tailored risk registers for each of our major capital projects. (The Enterprise Risk Management Taskforce also draws on the consultant's project-specific analyses in developing its Corporation-wide risk assessments.) In 2017/18, Waterfront Toronto significantly enhanced and strengthened our project risk management framework by:

- **Establishing a Program Management Office (PMO).** Since its inception, Waterfront Toronto has earned a reputation for effective capital project management. As we begin to take on projects of unprecedented scale like Quayside (Sidewalk Toronto) and the Port Lands, we've elected to further formalize the processes by which we advance our capital projects. For example, although our Board has always provided oversight of our capital projects, we're now proposing to establish consistent and explicit prompts for Board review and feedback at particular design and construction stages. This added level of discipline and formality is meant to build confidence across all our stakeholder groups about the pace, resourcing, design and expected outcomes of the projects we're delivering for Torontonians.
- **Assembling a Peer Review Advisory Panel.** Waterfront Toronto's success to date has been powered by both in-house and contract talent: engineers, designers, planners, financial experts, community engagement specialists and many others. As we begin to make even larger and more technically sophisticated public investments in waterfront revitalization, we're drawing on some of the world's top experts in specific industry areas to support successful outcomes. For instance, we've engaged the Dutch Ministry of Infrastructure—the Rijkswaterstaat, whose flood control expertise is internationally renowned—to offer insight and feedback on the cost, schedule and construction of the re-naturalized mouth of the Don and associated infrastructure.

Appendix I: Planned 2018/19 deliverables detail

Project Priority	Project Element	2018/19 Planned Spend	2018/19 Planned Deliverable
The Port Lands	Flood protection and city-serving infrastructure Implementation	\$ 210.0m	<ul style="list-style-type: none"> Complete schematic and detailed design for key project elements such as bridges, roads, and landscaping. Commence construction of the river-related project components (including the flood protection grading/foundation works covering the River South Precinct). Continuing work on the Community-Based Risk Assessment which guides our environmental management strategy for the project.
	Cherry Street Stormwater and Lakefilling Project	\$ 38.8m	<ul style="list-style-type: none"> Complete construction of new shoreline and aquatic habitat. Complete lakefilling to create about five hectares of filled area around the current Essroc Quay. Completing the above two items will mean total completion of the Cherry Street Stormwater and Lakefilling project.
Complete Communities	Stormwater System	\$ 19.9m	<ul style="list-style-type: none"> Complete installation of stormwater treatment process equipment for the stormwater facility (SWF). Install electrical equipment for the Cherry Street sanitary pumping station (SPS) in the SWF electrical room and complete final commissioning of the SPS. Complete construction of the last section of the twin storm force mains on Queens Quay, to complete the connection from the SWF to the Bayside attenuation shaft. Complete construction of Dockside / Bayside in-water storm pipe.
	Queens Quay East & Parliament Street Intersection	\$ 16.1m	<ul style="list-style-type: none"> Complete environmental and geotechnical investigation and submit pre-submission forms to Ministry of the Environment and Climate Change. Complete design and obtain approvals for dockwall/landfilling. Negotiate acquisition of land related to road re-alignment and associated approvals.
	Bayside Phase 2	\$ 6.4m	<ul style="list-style-type: none"> Complete construction and landscaping of Phase 2 local streets and public realm. Close land transaction with Hines/Tidel for Block 6 in Bayside to enable the construction of a \$320 million, 420,000 square foot residential condominium building with a City-run community centre.
	Bayside Phase 1	\$ 4.5m	<ul style="list-style-type: none"> Complete construction of Aitken Place Park (target completion by September 2018). Complete construction of Phase 1 public realm for Bonnycastle Street. Complete occupancy of the first residential building, Aquavista, a \$205 million building that includes 227 condominium units, 80 affordable rental units, and a City-run day care facility.

Project Priority	Project Element	2018/19 Planned Spend	2018/19 Planned Deliverable
	Dockside	\$ 1.3m	<ul style="list-style-type: none"> Liaise with Menkes as they begin construction of Waterfront Innovation Centre, a \$200 million, 400,000 square foot commercial building. Complete construction of Dockside Block 1 dockwall reinforcing. Complete construction and acceptance for streets.
	West Don Lands Phase 1	\$ 1.1m	<ul style="list-style-type: none"> Assist developer with obtaining building permits for River City Phase 4 to facilitate the construction of an \$80 million, 122,000 square foot residential condominium building.
	Broadview and Eastern Flood Protection EA	\$ 0.8m	<ul style="list-style-type: none"> Complete phase 1 of environmental assessment process.
	Villiers Island Precinct Plan	\$ 0.5m	<ul style="list-style-type: none"> Start the planning approvals for Phase 1—zoning and Plan of Subdivision.
	West Don Lands Phase 2	\$ 0.4m	<ul style="list-style-type: none"> Assist in obtaining municipal approvals for Block 12/Canary Phase 4 to allow the construction of a \$200 million, 331,000 square foot residential condominium building. Achieve municipal approvals on Block 13, Canary Phase 5, a \$380 million, 550,000 square foot residential condominium building and Block 10, a \$200 million, 296,000 square foot mixed-use development with Anishnawbe Health Toronto which includes a community health centre, hotel and purpose-built market rental.
	Parkside	\$ 0.1m	<ul style="list-style-type: none"> Begin occupancy of Monde, a \$320 million, 476,000 square foot residential building.
	Queens Quay Bay to Spadina Revitalization	\$ 2.6m	<ul style="list-style-type: none"> Transfer temporary overhead power connections to the new underground system and replace older hydro poles with WT's signature light poles.
Quayside (Sidewalk Toronto)	Quayside Development	\$ 3.6m	<ul style="list-style-type: none"> Undertake additional environmental studies for development blocks/sites. Negotiate key terms and execute definitive documents. Draft Master Innovation and Development Plan for Quayside and Eastern Waterfront. Council approval of Business Implementation Plan for Quayside and areas of Eastern Waterfront in consultation with the City of Toronto. Start process for municipal approvals. Start process to select a development partner for the first development block in Quayside. Commence Ontario Municipal Board hearing/settlements on Central Waterfront Secondary Plan. Commence North Keating Precinct Plan for 480 Lakeshore and work with City of Toronto on McCleary District Precinct Plan.

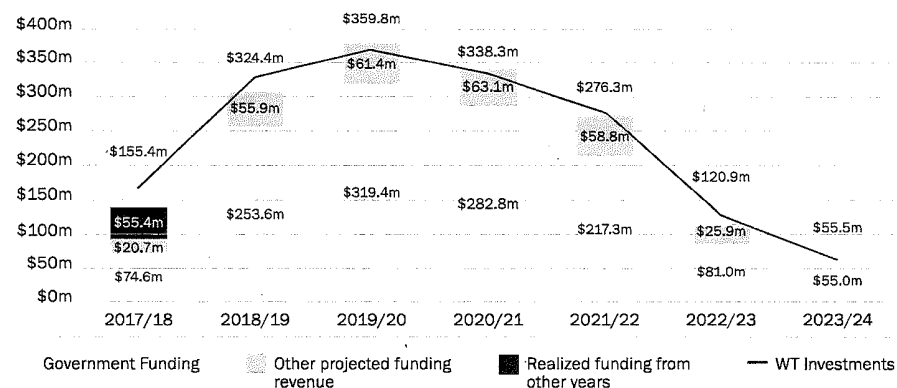
Appendix I: Planned 2018/19 deliverables detail

Project Priority	Project Element	2018/19 Planned Spend	2018/19 Planned Deliverable
Public Places	Public Art	\$ 3.5m	<ul style="list-style-type: none"> Complete procurement and substantially complete the installation of public art at the King/Queen Triangle in West Don Lands. Complete public engagement, procurement, and design of "Destination" public art piece at Water's Edge Promenade in Bayside Phase 1.
	The Bentway	\$ 2.2m	<ul style="list-style-type: none"> Complete soft-scaping, lighting installation, and testing and commissioning of equipment. Open the space to the public.
	Jack Layton Ferry Terminal Phase 1A	\$ 1.0m	<ul style="list-style-type: none"> Complete construction of Phase 1A by May 2018.
	York Street Park	\$ 0.8m	<ul style="list-style-type: none"> Complete public design competition to procure park design team. Complete design and obtain approvals for park construction.
	Rees Street Park	\$ 0.1m	<ul style="list-style-type: none"> Complete public design competition to procure park design team.
Strategic Initiatives	Innovation and Sustainability	\$ 0.4m	<ul style="list-style-type: none"> Define a Climate Positive Roadmap with the C40 Cities Climate Positive Development Program, aiming to lower net annual greenhouse gas emissions in new developments like Quayside (Sidewalk Toronto) and Villiers Island. Work with the broader team on the Quayside (Sidewalk Toronto) development project, establish ambitious, precedent-setting targets to achieve greater sustainability outcomes. Update the Minimum Green Building Requirements to provide more ambitious targets, and more effectively align with other green building standards. Work with Beanfield Metroconnect, continue activation of Wi-Fi in the waterfront public realm. Launch an interim-use urban innovation lab on the Quayside (Sidewalk Toronto) site, in collaboration with industry partners.
	Affordable Housing Initiative	\$ nil	<ul style="list-style-type: none"> Complete model for Affordable Housing Pilot Project.
Eastern Waterfront Transit	Waterfront Transit	\$ 0.3m	<ul style="list-style-type: none"> Complete Waterfront Transit Reset and provide recommendations to City Council regarding a preferred transit plan for the Eastern Waterfront.

Project Priority	Project Element	2018/19 Planned Spend	2018/19 Planned Deliverable
Core Support Functions	Indirect Corporate Operating (core support staff, tools, technology, occupancy, insurance and audit fees to support project delivery teams and governance framework)	\$ 8.2m	<ul style="list-style-type: none"> Complete office space reconfiguration to support staff head count and create additional collaborative spaces. Develop five-year strategic business plan for approval by Board in December 2018. Fully implement Enhanced Governance & Risk Framework at both enterprise-wide and capital project levels. Implement formal Performance Measurement Reporting Framework to track and report outcome-based measures. Develop new employee performance management framework. Implement enterprise content management strategy that includes retention and digitization principles for managing content throughout lifecycle. Roll out integrated communications strategy including new corporate narrative in all public-facing communications and engagement activity (such as staff and board training with elevator pitches, case for support materials, and key messaging; new standard presentation and templates; proactive media relations; external public relations and government relations support as required). Undertake prototyping and testing of new engagement methods—both in-person and digital—including multiple scales of pop-up consultation and engagement, developing catalogue of consultation and engagement tools, and building up internal capacity for facilitation and engagement. Develop social media application for digital public consultation, with integration to new Customer Relations Management database. Integrate programming strategy with public engagement overlay. Develop and implement thought leadership strategy encompassing speaking engagements, workshops, white papers, symposia, and publications.
Others	Other Costs	\$ 1.8m	
Total		\$324.4m	

Appendix II: Capital investment plan and funding mix

(based on current committed projects and associated funding) **a**



Breakdown of Capital Investment Plan	Budget		Projections based on current committed projects					
	2017/18	2018/19	2019/20	2020/21	2021/22	2022/23	2023/24	Total
The Port Lands	\$ 65.0	\$ 248.8	\$ 314.0	\$ 279.0	\$ 206.0	\$ 81.0	\$ 55.0	\$ 1,248.8
Complete Communities	54.0	55.0	24.7	43.8	46.1	14.9	-	238.5
Public Realm	22.1	7.8	8.5	7.1	8.9	7.7	-	62.1
Quayside (Sidewalk Toronto)	1.9	3.6	3.7	1.7	0.2	2.5	-	13.6
Strategic Initiatives	2.6	0.7	0.8	0.3	13.0	12.8	-	30.2
Eastern Waterfront Transit	2.3	0.3	-	-	-	-	-	2.6
Core Support Functions	7.5	8.2	8.1	6.4	2.1	2.0	0.5	34.8
Waterfront Toronto Total	\$ 155.4	\$ 324.4	\$ 359.8	\$ 338.3	\$ 276.3	\$ 120.9	\$ 55.5	\$ 1,630.6

a The Capital Investment Plan outlined in the table and chart above, as well as in the Key Projects table on page 63, is strictly based on Waterfront Toronto's current committed projects and associated funding. Additional project and funding opportunities may emerge subsequent to approval of this plan. In 2018 Waterfront Toronto will be developing a detailed five-year strategic plan that will consider project and funding opportunities beyond the ones reflected above.

Key Projects for 2018/19

	Fiscal Year 2018/19	Fiscal Year 2019/20	Fiscal Year 2020/21
The Portlands	\$ 248.8	\$ 314.0	\$ 279.0
The Port Lands Flood Protection & Enabling Infrastructure Implementation	210.0	314.0	279.0
Cherry Street Stormwater and Lakefilling project	38.8	-	-
Complete Communities	\$ 55.0	\$ 24.7	\$ 43.8
Stormwater System	19.9	2.6	0.3
Queens Quay & Parliament Street Intersection	16.1	10.0	22.5
Bayside Phase II	6.4	7.1	3.5
Bayside Phase I	4.5	2.4	0.1
Dockside	1.3	0.2	2.6
Queens Quay Bay to Spadina Revitalization	2.6	0.1	0.1
WDL Phase I Development	1.1	0.0	0.0
Broadview & Eastern Flood Protection EA	0.8	-	-
Villiers Island Precinct Plan	0.5	0.3	-
WDL Phase II Development	0.4	0.2	0.1
Parkside	0.1	0.0	-
Boardwalks	-	-	7.5
Community Facilities	-	-	5.6
Other	1.3	1.8	1.5
Public Places	\$ 7.8	\$ 8.5	\$ 7.1
Public Art	3.5	2.4	3.1
The Bentway	2.2	-	-
Jack Layton Ferry Terminal	1.0	-	-
York Street Park	0.8	6.0	4.0
Rees Street Park	0.1	-	-
Other	0.2	0.1	0.0
Quayside (Sidewalk Toronto)	\$ 3.6	\$ 3.7	\$ 1.7
Quayside Development	3.6	3.7	1.7
Strategic Initiatives	\$ 0.7	\$ 0.8	\$ 0.3
Innovation & Sustainability Initiatives	0.4	0.3	0.3
Other	0.3	0.5	-
Eastern Waterfront Transit	\$ 0.3	\$ -	\$ -
Core Support Functions	\$ 8.2	\$ 8.1	\$ 6.4
Waterfront Toronto Total	\$ 324.4	\$ 359.8	\$ 338.3

Figures are in \$ millions

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**Page(s) 161 to 653
are withheld
pursuant to paragraph
20(1)(b), 20(1)(c) & 20(1)(d)
of the *Access to Information Act***

**La/les page(s) 161 à 653
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)b), 20(1)c) & 20(1)d)
de la *loi sur l'accès à l'information***

Pichette, Channele (INFC)

From: [REDACTED]
Sent: December 22, 2017 3:30 PM
To: Peter.wallace@toronto.ca; Zegarac, George (MOI); Gillis, Kelly (INFC)
Cc: [REDACTED] 'Bruce Singbush (bruce.singbush@ontario.ca)'; Black, David M. (MOI); Burton, Mike (INFC); Fortin, Marc (DND/MDN); Nassif, Marie-Pier (INFC); [REDACTED]
Subject: Waterfront Toronto Adopted 2018-19 Corporate Plan and Sidewalk Toronto Feedback Report
Attachments: Sidewalk-Toronto-Feedback Report-Town-Hall.pdf
Importance: High

Dear IGSC and Secretariat members:

We are happy to provide you with the recently completed 2018-19 Corporate Plan that was approved at the December 7th Board of Directors meeting.

This critical document lays the groundwork for what we, as an organization, plan to achieve in the coming fiscal year and how we plan to achieve it. It also gives our stakeholders and the public the opportunity to learn about our vision for the future and the strategic initiatives driving the organization.

Also attached is a copy of the feedback report, prepared by Waterfront Toronto and Sidewalk Labs, about Sidewalk Toronto's first Town Hall on November 1, 2017. The document provides valuable insights into the ideas, hopes and concerns as expressed by the community. I invite you to have a read at your convenience.

Bound, printed copies of the report will be available early January. If you would like a hard copy of the report, please email Mary Scotland at [REDACTED] and she will have a copy sent to you.

On behalf of [REDACTED] the Waterfront Toronto Board, management and staff, I want to express my deep gratitude for your time and support this year. We have set an exciting course together. After a bit of a year-end breather, we will be ready to move forward on our big initiatives.

Wishing you happy holidays and a healthy 2018!

With appreciation,
 [REDACTED]



Feedback Report

**Sidewalk Toronto
Community Town Hall**

Held on: November 1, 2017

December 2017

At a Glance: Community Town Hall

Sidewalk Toronto is a joint effort by Waterfront Toronto and Sidewalk Labs to create a new kind of mixed-use complete community on Toronto's waterfront, beginning with the creation of Quayside. To realize this ambition we are embarking on a year-long process of consultation and collaboration with Torontonians, as well as leading global thinkers.

Our first town hall event was held on November 1, 2017, and was designed to start our planning process by listening to the ideas, hopes and concerns expressed by the community.

What we asked:

- How can we make Toronto a better place?
- Who isn't a part of this conversation that should be?
- What do you love about your neighbourhood?
- Why are you here today?
- What excites you about Sidewalk Toronto?
- What should we address at our next public event?

Attended in person:

Viewed via livestream:

530+ 3,000+

What we heard you care about (top 5 themes):

- ① **People-centred planning approach, diversity, and inclusion**
- ② **Quality and affordability of housing**
- ③ **Sustainability and climate change**
- ④ **Greenspace, recreation, and leisure**
- ⑤ **Community engagement and working with local businesses**

Next steps:

Responding to the themes and reflections in this report, Sidewalk Toronto is reaching out to community advocates, recognized experts, and government stakeholders to help clarify the important issues that will be addressed in consultation with the community.

Our formal consultation strategy will be released early in the new year.

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1. Background

“The vision for Sidewalk Toronto will be co-created by the people of Toronto and will reflect their ideas, concerns, and hopes.”

Over the last 15 years, Waterfront Toronto has made progress transforming the waterfront with its forward-looking vision for new neighbourhoods. Moving towards its next development project, Quayside, Waterfront Toronto recognized an opportunity to adapt its development model by bringing in a new kind of partner—one with innovation ingrained in its culture—in the earliest stages. This partner would help address pressing urban challenges and support the development of a vision and the planning to create a neighbourhood of the future. In March 2017, Waterfront Toronto launched an international Request for Proposals (RFP) seeking an Innovation and Funding Partner.

After a rigorous selection process, Waterfront Toronto announced its selection of Sidewalk Labs as the successful Innovation and Funding Partner on October 17, 2017. Prime Minister Justin Trudeau, Premier Kathleen Wynne and Mayor John Tory joined Waterfront Toronto and Sidewalk Labs for an announcement event. Those who missed it can watch the full video here.

At the event, Waterfront Toronto and Sidewalk Labs introduced their joint effort—Sidewalk Toronto—to design a new kind of complete community that will be uniquely Torontonians in its vibrancy, diversity, and openness. The project's ambition is to create a new model of 21st century city living. Using forward-thinking urban design and new digital technology, the aim is to create people-centred neighbourhoods that set new standards for sustainability, affordability, mobility, and economic opportunity for the people who live and work there.

Both organizations and all three orders of government are committed to creating a vision for Sidewalk Toronto that will be co-created by the people of Toronto and will reflect their ideas, concerns, and hopes. Arriving at this plan will entail a year-long process of extensive consultation and collaboration with Torontonians, as well as the contributions of leading global thinkers. This community process began on November 1 at Sidewalk Toronto's first community town hall meeting.

What follows is a summary of the town hall meeting and activities, the feedback we've heard from members of the public—both at the town hall and online—and a summary of the top themes emerging in Canadian and U.S. media coverage that we intend to explore through community consultation and engagement over the coming year.



...s, the public
walkability,
transit · Neighbours

+

Plenty of public space
and great and
connections

Eth
foo
+

2. Town Hall Program

The purpose of the evening:

Waterfront Toronto and Sidewalk Labs recognize the importance of public consultation and are committed to meaningful public engagement, collaboration, and co-creation that puts people at the centre of Sidewalk Toronto. The town hall was designed to provide the community with some background on the project and its objectives, and to begin our joint planning process by listening to the community—learning about their ideas, concerns, and hopes for the neighbourhood of the future.

Overview

The pre- and post-event open house offered a series of Community Comment Walls, staffed by facilitators from both Waterfront Toronto and Sidewalk Labs, which gave members of the public a chance to meet some of the people involved with the project. The Community Comment Walls provided an opportunity for us to gather feedback by encouraging the public to write their answers to the following six questions:

- How can we make Toronto a better place?
- Who isn't a part of this conversation that should be?
- What do you love about your neighbourhood?
- Why are you here today?
- What excites you about Sidewalk Toronto?
- What should we address at our next public event?

These questions were also posted on social media and answers were collected both online and at the event.

The open house was followed by a fireside chat with Will Fleissig, President & CEO of Waterfront Toronto, and Dan Doctoroff, CEO of Sidewalk Labs, moderated by Denise Pinto, Creative Director of Courage Co-Lab. The conversation was informed by questions that had arisen in the media and heard from the community following the October 17 announcement and leading up to the town hall. The fireside chat was followed by an open Q&A session during which Will and Dan answered questions from the audience as well as questions received through social media.

For those who were unable to participate in person, the event was streamed on Facebook Live. Those who missed the event can watch the full video [online](#).

Attendance

Sign-in records reflect 534 people attended the meeting in person and more than 3,000 participated via the Facebook Live stream.

Post-event town hall video

Sidewalk Toronto YouTube Channel: 2,046 views.
Sidewalk Toronto Facebook Page: 634 views.
Waterfront Toronto Facebook Page: 10,666 views.



3. Public Feedback Summary

More than 500 comments were provided through our community activation stations. A high-level thematic analysis of comments, questions, and feedback received indicates the following top concerns:

- The importance of a people-centered urban planning approach that prioritizes diversity and inclusion
- The quality and affordability of new housing developments
- Sustainability and the need to address climate change
- The need for more urban green space and places for recreation and leisure
- A commitment to working with local businesses and community members

Other concerns, while voiced by fewer individuals, were highlighted as having important ramifications for the overall Sidewalk Toronto planning, including:

- Privacy, data ownership, and the implications of data-informed city planning
- Public transit and infrastructure projects
- Public health

Public feedback word cloud

waterfront
spaces art
affordable local
public future
new people ideas
communities
sharehousing
green data
toronto

3. Public Feedback Summary (Continued)

This section summarizes what we learned from the Community Comment Walls and from conversations between participants and facilitators. We are working on compiling and organizing all of the feedback and will add all of the raw data and analysis to this report in January.

How Can We Make Toronto a Better Place?

When asked how to make Toronto better, transit emerged as a key theme. Participants spoke of neighbourhoods where cars are not the dominant feature of street life as they are today, and where cyclists and pedestrians are prioritized and supported. Participants also highlighted the importance of affordability in light of income disparity in the city, as well as the need to invest in and provide truly affordable housing options for low- and mid-income earners. Similarly, inclusion and cohesion were frequent themes—credited as qualities which make Toronto successful, but which also must be preserved and enhanced. Some participants expressed concern about the privatization of public services, including housing. Others advocated for a focus on design excellence, and to make neighbourhoods that are greener and more attractive and not let developers “get away with” cutting corners and sub-standard projects. Some participants called for greater responsiveness from municipal government and improved public services, while others wanted to see city-wide free Wi-Fi to increase digital connectivity.

Who Isn't A Part of This Conversation That Should Be?

Participants encouraged Sidewalk Toronto to ensure that it reaches out to include not only those currently living on the waterfront but to see that all Torontonians—including those living far from the downtown core—have the opportunity to shape and share in the vision for Quayside. Many participants stressed the importance of including low-income earners and newcomers in the process, in part to ensure that their perspectives on inclusion, social equity, and affordability are kept top-of-mind. Others urged Sidewalk Toronto to see the development of this new community within the context of reconciliation with Indigenous Peoples. Others still suggested that learning and human development be a focal point for these conversations and urged Sidewalk Toronto to engage directly with children and youth. Some participants also suggested that Sidewalk Toronto reach out to small and independent businesses whose commercial and leasing needs are often different from major retailers.

What Do You Love About Your Neighbourhood?

Participants were passionate about their neighbourhoods, often citing the events, festivals and community gathering that take place each year. They spoke of the need for green spaces, gardens and trees that provide respite from a bustling city. Others pointed to Toronto's architectural character, mentioning its red brick houses and frequent jumble of “human-scale” buildings that create the fabric of some of the city's best loved streets and neighbourhoods. Several participants mentioned the city's diversity, and the importance of welcoming newcomers. Others pointed to the civic energy and residents' engagement with local issues, while others still credited great public schools as one of the reasons for the city's success and vitality.



3. Public Feedback Summary (Continued)

Why Are You Here Today?

The most common response was that participants care about Toronto and want to contribute to building a better future. Many participants also reported “curiosity” and “healthy skepticism” among their reasons for attending the town hall meeting. Participants were also keen to learn about what is being planned and are excited by the prospect of a new neighbourhood. They wanted to be “inspired” and “energized” by the vision, and said that issues like health, sustainability, affordability, good mobility and the responsible use of new technology should drive this vision. Others spoke of themselves as determined “city-builders” who want to contribute to the design of Quayside and also keep Sidewalk Toronto accountable to the city’s residents. Others explained they were advocates for important issues like improved cycling infrastructure, water quality and climate change, better access to community services, and the availability of affordable housing and public schools.

What Excites You About Sidewalk Toronto?

Many participants expressed a strong desire to see something bold and visionary happen on Toronto’s waterfront. They voiced excitement at the prospect of an innovative, new neighbourhood and the chance to get a number of things right from the ground up. Participants described a “sustainable city built at human scale” and the “idea of reducing our dependence on cars and living where we can walk [to where we need to go].” Repeatedly, participants cited a pedestrian-friendly environment as an over-riding goal, along with related health and environmental benefits. Many participants called this a special opportunity; the chance to “show leadership” and to do something important for the city that could define new standards. Others were excited at the prospect of integrating new technologies to enhance connectivity, and support new businesses. Several participants saw this as an opportunity to act and show what’s possible in terms of “integrating quality of life, environmental stewardship, technology and economic viability.”

What Should We Address at Our Next Public Event?

Many participants expressed concern about affordability and that they would be disappointed if Quayside became an exclusive neighbourhood. They wanted Sidewalk Toronto’s commitment that Quayside will be and remain a genuinely mixed-income neighbourhood. Participants expressed interest in understanding the financial model behind Sidewalk Labs’ decision to invest in Quayside and how Sidewalk Toronto intends to remain accountable to local residents. Others were keen to see strong safeguards established that will protect data privacy and ensure digital transparency. Participants were also interested in how Sidewalk Toronto will consult with Torontonians and to understand the questions Sidewalk Toronto intends to explore.

4. Media Coverage and Analysis

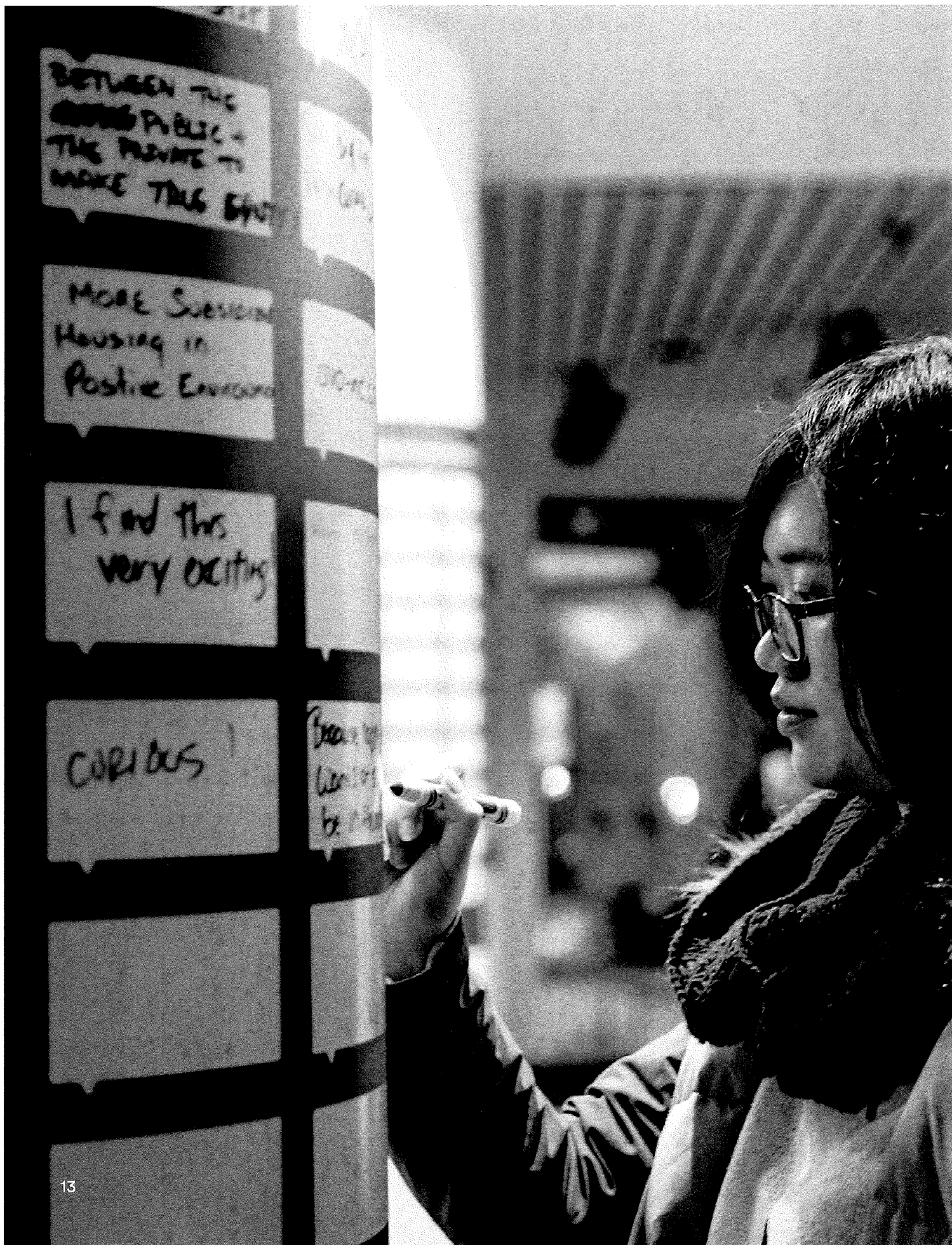
Between October 17 and December 1, 2017, Sidewalk Toronto was covered in the media more than 2,130 times across Canada and the United States, generating 2.4 million total impressions, according to an analysis conducted by the news service Meltwater.

Many journalists and media commentators added significantly to the public conversation about the potential of the partnership between Waterfront Toronto and Sidewalk Labs. In the interest of continuing to spur these important discussions, a sample of articles is highlighted here that add to the feedback from the broader public. A detailed listing of media coverage between October 17 and December 1, 2017, is provided in Appendix 2 (p. 23).

- Toronto Star (Christopher Hume): [How cracks could appear in the Sidewalk dream: Hume](#)
- Spacing (John Lorinc): [LORINC: In search of clarity on Sidewalk Labs](#)
- Treehugger (Lloyd Alter): [Sidewalk Labs to build the city of the future in Toronto](#)
- The Globe & Mail (Alex Bozickovic): [Sidewalk Toronto promises to listen, but what it really wants is an open question](#)
- Huffington Post Canada (Bianca Wylie): [Think Hard Before Handing Tech Firms The Rights To Our Cities' Data](#)

Of particular note, Torontoist—one of Toronto's key alternative sources of news and commentary—published an article on October 30 ([Civic Tech: A list of questions we'd like Sidewalk Labs to answer](#)) that posed a series of important questions to Sidewalk Toronto and invited readers to add their questions to the list as well. The list quickly grew to over 100 questions organized into the following categories:

- Business model and project governance
- Data and data governance
- Public process and engagement
- Inclusivity
- Collaboration with government
- Openness
- Privacy law
- Hard infrastructure
- Sustainability/Resilience



4. Media Coverage and Analysis (Continued)

It is the Sidewalk Toronto team's intention to work through as many of these questions as possible. While many answers will be developed throughout the upcoming community consultation process, a number of the questions can be answered now. What follows is a selection of these questions and answers:

Q: How will the intellectual property developed from this project be governed and managed? By whom?

The rights and governance related to intellectual property (IP) for Sidewalk Toronto will be defined in subsequent agreements that occur throughout the year-long joint planning process. At the end of this process, both Waterfront Toronto and Sidewalk Labs must approve the plan to proceed. In the event the plan is not approved by both partners, Waterfront Toronto will retain a perpetual, non-exclusive, royalty-free license to use site-specific IP developed over that time-period.

Q: Will deliberations and meetings be open? Meeting minutes? Video recordings? Attendance records? Records of votes? Training manuals?

Waterfront Toronto will take the lead on making publicly accessible and transparent all records of open and public meetings. In particular, this will be facilitated both through a formal public consultation process—full plan to be released in early 2018—as well as through Waterfront Toronto's Open Meetings Processes, as they are applied to board meetings and board committee meetings. [Take a look at Waterfront Toronto's Open Meetings Processes \(PDF\)](#).

Q: Privacy, data protection, and information security concerns should be closely linked and not discussed as distinct silos.

Both Waterfront Toronto and Sidewalk Labs agree with this statement. It is the intention of the Sidewalk Toronto partnership to work through these complex issues in collaboration with community stakeholders, academics, experts, and governments. Ann Cavoukian, Ryerson University's expert-in-residence at the Privacy by Design Centre of Excellence, has been engaged as a paid advisor to Sidewalk Labs. Waterfront Toronto has engaged external counsel to provide independent advice on these key issues and other elements of digital governance.

4. Media Coverage and Analysis (Continued)

Q: How do we define the community that needs to be consulted and engaged on this project?

With the idea that Sidewalk Toronto can become a global demonstration project that builds inclusive people-centred neighbourhoods that are radically more sustainable and affordable, and that increase mobility and economic opportunity for all, it becomes vitally important to engage broadly with all Torontonians and more deeply with a representative sample of the population. Some of the values that inform our approach to engagement include:

- Embracing diversity and difference across the Toronto
- A belief that every resident should have a voice
- Working in good faith in service of the public good
- Ensuring our work is inclusive of and accessible to all
- Respect for continuous learning and the expertise of lived experience
- A belief that solving complex issues requires genuine collaboration

Q: Will larger aspects of city initiatives (e.g., TOCore) and other survey-based projects be incorporated in the “Always be Consulting” model with the development of this project?

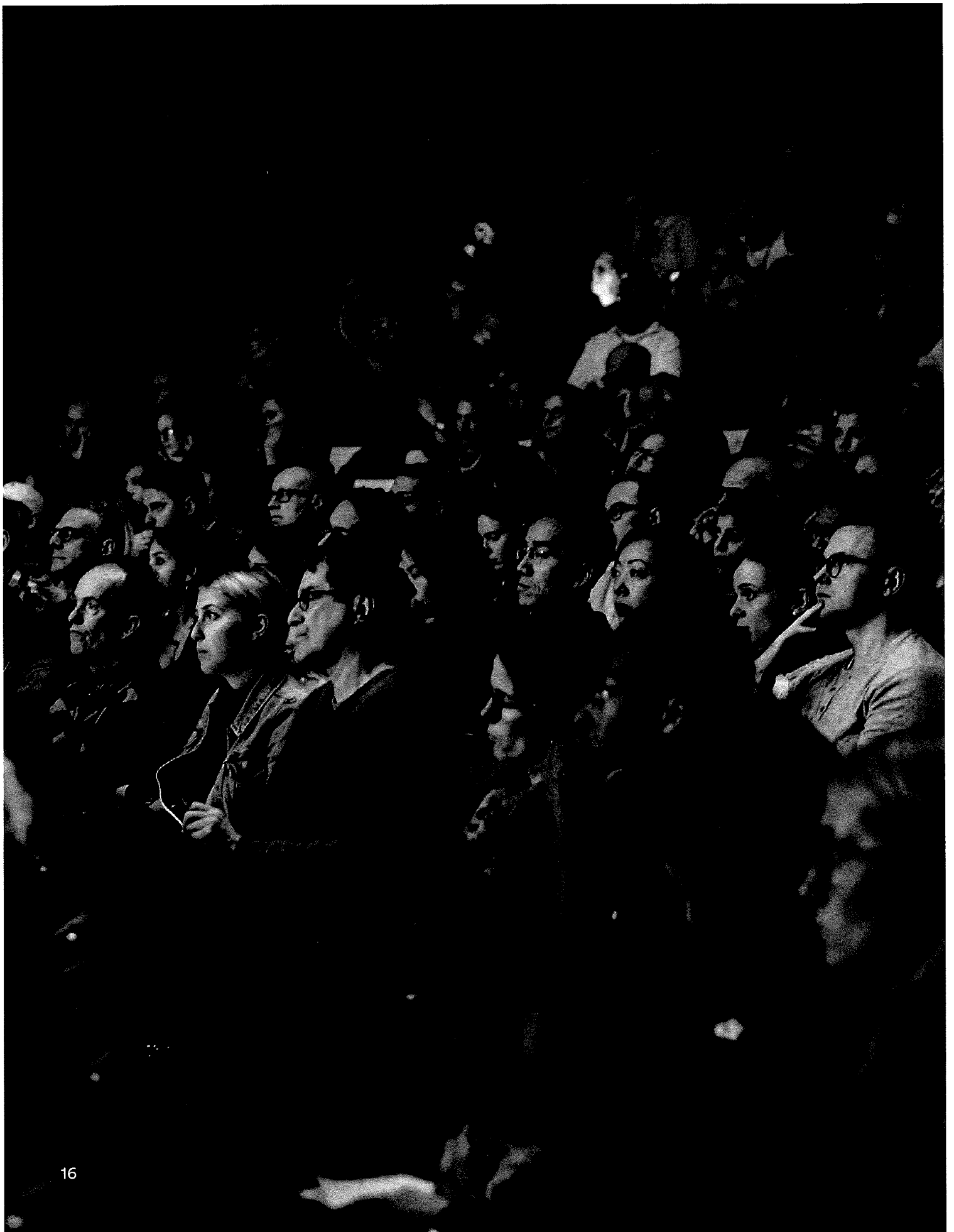
As part of Waterfront Toronto’s broader consultation and engagement practice, there are regular inputs of data and public feedback from government and agency partners, such as the City of Toronto, that form the base upon which public consultations are designed.

Q: How does Sidewalk Labs define diversity? Inclusion? Equity?

Following the lead of Waterfront Toronto’s evolving public consultation practice, the Sidewalk Toronto partnership is actively considering diversity along the lines of (in no particular order) gender, race, age, ability, indigeneity, class, immigration status, family status, sexual orientation, employment status, and education. Sidewalk Labs has publicly committed to making new neighbourhoods affordable and accessible to people of all backgrounds, ages, and means.

Q: Will City of Toronto departments be directly involved with the design, implementation, and operation of the Sidewalk initiatives? For example, will the City of Toronto Urban Planning and Geospatial Competency Center take an active role?

Yes. As with all of the projects and partnerships that Waterfront Toronto enters into, there is close collaboration with City of Toronto departments at every step of the way. This is facilitated by the City of Toronto’s Waterfront Secretariat division.



4. Media Coverage and Analysis (Continued)

Q: How is the academic community being engaged in this process? How will this be a cross-university research endeavour that produces open-access findings? What consultation from existing academic researchers, labs, and clusters has been initiated? Will there be an on-going commitment to collaborate with the local academic community?

The Sidewalk Toronto team intends to engage extensively with academic partners and the broader community of leading thinkers as advisors, subject-matter experts, and potential collaborators. More on this in early 2018. In its response to Waterfront Toronto's RFP, Sidewalk Labs proposed the possible creation of an applied research institute focused on urban innovation in Quayside, developed in close collaboration with local academic institutions.

Q: What sustainability goals will guide the design – UN SDGs? LEED? Others?

One of the key objectives of the Sidewalk Toronto project is to develop “climate positive” neighbourhoods—that is, neighbourhoods that do not emit greenhouse gas and can potentially export clean energy to the surrounding community. The initial vision document outlines a number of approaches to achieve this goal, including mixed-use developments that encourage more walking and cycling, new building controls and Passive House building designs that reduce energy consumption, a thermal grid that captures renewable energy sources, and tall timber structures that reduce construction waste, among others. Many of these approaches will need to push well beyond Waterfront Toronto's existing [Minimum Green Building Standards \(PDF\)](#) and will help inform the next version of these requirements.

5. Promotion of the Town Hall

The town hall was first referenced in the October 17, 2017 press release, in which people were also invited to visit the Sidewalk Toronto [website](#) and sign up for updates. Time and location details were made available on October 24, 2017, and promoted concurrently through a variety of channels.

The town hall was an important first step demonstrating Sidewalk Toronto's commitment to the public consultation process. Waterfront Toronto and Sidewalk Labs promoted the event across their individual and joint communications platforms to ensure that the date was widely known and that interested citizens had time to make arrangements in their schedules should they wish to attend. The initial allotment of 300 free tickets was spoken for within a matter of hours, so the team worked quickly to find a larger space to accommodate more participants and released additional tickets. A rush line was also employed the evening of the event to fill seats left vacant by no-shows.

Promotion by Sidewalk Toronto

- Eight Facebook posts reaching 16,069 with 1,087 engagements.
- A Google Form was posted to allow members of the public who could not attend the event or view the livestream to submit questions, reaching 5,538 people and receiving 67 total comments, questions, or concerns.
- Eighty-five posts to Twitter had 103,158 impressions, 2,285 engagements, 188 retweets, 27 replies, and 263 likes.
- Three emails to more than 3,000 newsletter subscribers with an average open rate of 60%.
- Four Instagram posts had 241 likes and 11 comments.
- Town hall information shared via Sidewalk Toronto website, reaching 22,872 page views (and 19,637 unique page views) by November 1.
- One op-ed in the [Toronto Star](#) on the morning of November 1.

Promotion by Waterfront Toronto

- News release posted to its website, which received 1,759 unique pageviews.
- Two email blasts to approximately 6,630 newsletter subscribers with an average open rate of 34%.
- Six Facebook posts reaching 45,277 people, with 2,039 engagements (i.e. post clicks, comments, reactions, or shares).
- Twenty-four posts to Twitter had 52,633 impressions, 751 engagements, 55 retweets, 15 replies, and 83 likes.

Promotion by Sidewalk Labs

- Three Facebook posts reaching 3,826 people, with 361 engagements.
- Three tweets with 20,749 impressions, 319 engagements, 33 retweets, 2 replies, and 57 likes.
- Three emails to 11,000 newsletter subscribers with an average open rate of 45%.

5. Promotion of the Town Hall

(Continued)

Media quotes

- “The meeting did make clear what was widely misreported two weeks ago: Sidewalk and Waterfront Toronto have merely signed an agreement to agree. Over the next year, Sidewalk and Waterfront will collaborate on a public consultation that will set the terms of their partnership and future physical development of homes, offices and retail on a 12-acre site. Sidewalk will spend an initial \$10-million (U.S.), potentially followed by an additional \$40-million, to fund that planning process over a full year. If the project goes ahead, other real-estate developers will work within the plan.”
Link: [\(Globe and Mail\)](#)
- “CEO Dan Doctoroff vowed on Wednesday night that there’s no plan to turn the area into a “tech enclave,” and re-emphasized the company’s commitment to building affordable housing.”
Link: [\(CBC\)](#)
- “Sidewalk comes to Toronto with impressive ambition and deep pockets, seemingly determined to do something “truly historic.” Doctoroff speaks of lowering the cost of both housing and transit significantly. When was the last time developers or the city made such promises?”
Link: [\(Toronto Star\)](#)
- “It was clear that this town hall wasn’t about getting more information out to the locals, but about Sidewalk Labs gathering information for themselves. From talking to people there, it seems like most are optimistic for this to work, dystopian undertones aside.”
Link: [\(Motherboard\)](#)
- “The attendees (the 868-seat Bluma Appel Theatre was officially sold out) came loaded with concerns about affordability and inclusion, about privacy, about what Sidewalk is, and what it’s doing to Toronto as it imagines a sensor-wired, future-ready, pedestrian-friendly urban neighbourhood.”
Link: [\(Globe and Mail\)](#)
- “We don’t want to be in the same position in 10 years talking about how big tech companies negatively impacted our quality of life. Partnership or collaboration or joint effort—whatever phrase we want to assign to this venture, we need to be vigilant about how it’s unfolding. The accessibility of the Sidewalk Toronto team and the promise of many more public meetings should mean there won’t be a shortage of opportunities to do so.”
Link: [\(Torontoist\)](#)
- “The Sidewalk Toronto Town Hall kicked off a year-long community outreach program designed to engender trust with Toronto’s residents. Sidewalk will need to earn community support for the ambitious project which will leverage technology to build new models of transportation, housing and retail construction, energy systems, and other aspects of urban life.”
Link: [\(GeekWire\)](#)

6. Next Steps

Next steps

Waterfront Toronto and Sidewalk Labs are committed to meaningful public engagement, collaboration, and co-creation that puts people at the centre of Sidewalk Toronto. Over the coming year, we will work with Torontonians, government partners, and leading organizations and technical experts—locally, nationally, and globally—to create a comprehensive plan for Quayside.

Responding to the themes and reflections in this feedback report, Sidewalk Toronto is reaching out to community advocates, recognized experts, and government stakeholders to help clarify the important issues that will be addressed in consultation with the community. Our formal consultation strategy—which will be further informed by these meetings and will describe our approach, timelines, and goals—will be released early in the new year.

Building on what we have heard, some of the questions we hope to explore include:

- What goals should we set to ensure that Quayside is one of the world's most sustainable, climate-positive communities?
- How can we use technology and design to significantly reduce the long-term environmental impact of Quayside while also improving quality of life and positively influencing the social determinants of health?
- What are the appropriate tools and strategies to understand and ensure long-term affordability at Quayside?
- How can design be used to create a welcoming, animated and inclusive neighbourhood?
- What public spaces and amenities are most desirable to future residents? How should these spaces and amenities be shared?
- What innovations exist to improve accessibility to public and private spaces at Quayside?
- What should be distinctive about Quayside's approach to creating complete streets and how can we support existing and future mobility services?
- What limits, if any, should be placed on private car ownership and road use at Quayside?
- How can community services be enabled to lower costs, increase quality, and improve access?
- What safeguards and oversight mechanisms should be implemented to protect personal privacy?
- How does Sidewalk Toronto fulfill its commitment to open platforms?

6. Next Steps (Continued)

Sidewalk Toronto was created to foster urban innovation, including innovative opportunities for public participation. Recognizing that the waterfront belongs to every Torontonians, our community consultation plan will be designed to ensure that Torontonians from across the city are heard, helping to shape both the vision and goals for Quayside.

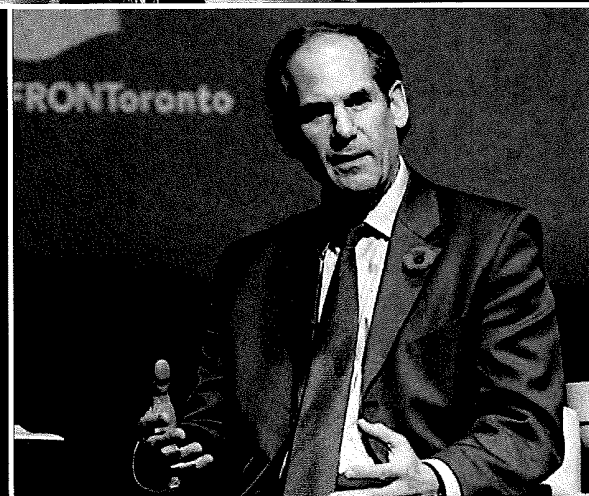
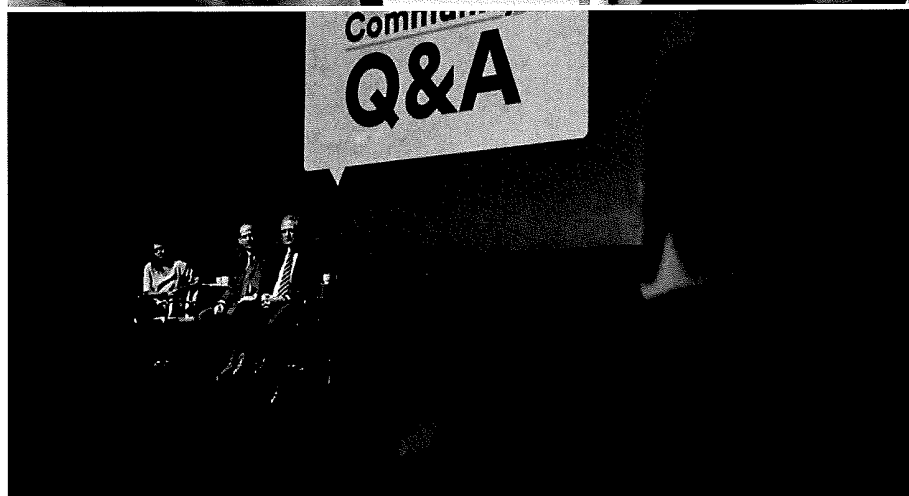
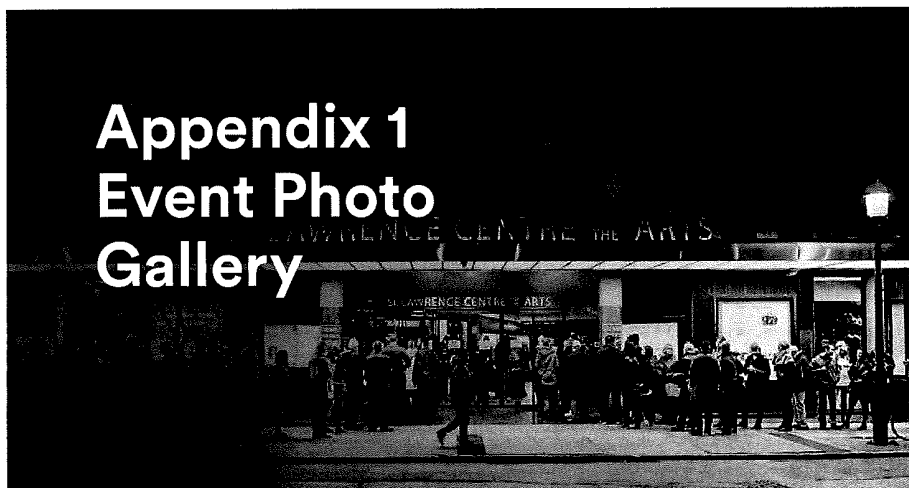
Some of the participation opportunities we are considering include:

- Hosting public workshops at key milestones throughout the development of our plan
- Working with Indigenous organizations to ensure that Indigenous perspectives are honoured and incorporated in the development of Quayside
- Hosting neighbourhood meetings across Toronto in partnership with local organizations, community associations, and the City of Toronto
- Designing pop-up stations and programming to engage local residents
- Opening an Urban Discovery Pavilion to showcase the technologies that are changing urban life and explore the history and future of the waterfront
- Developing online resources for public understanding that feature learning modules, videos, and surveys
- Holding a series of co-creation labs to explore specific challenges facing cities and to identify potential solutions that can be piloted at Quayside
- Designing a stream of dedicated youth programming to ensure that young Torontonians help shape the city's waterfront
- Establishing an expert advisory panel on digital governance and privacy
- Creating an academic network to ensure that our development process supports and is responsive to the research interests of faculty at Canada's universities and colleges
- Collaborating with Toronto's CivicTech community to pilot new digital services
- Developing an innovative process that ensures that a representative cross-section of Torontonians from across the city are included in the development of Quayside

Do you have ideas for the questions we need to ask, and the opportunities for public participation and dialogue you'd like to see us create? We want to hear from you.

Email us at hello@sidewalktoronto.ca
or visit www.sidewalktoronto.ca.

Appendix 1 Event Photo Gallery



Appendix 2

Media Coverage Report:

October 17–
December 1, 2017

12/1/17

PRINT / ONLINE

- Project for Public Spaces: Google's Urban Experiment in Toronto: A Q&A with Sidewalk Labs' Rit Aggarwala
- J. Walter Thompson Intelligence: Can Silicon Valley design the tech-optimized city of the future?
- State Tech: A Peek at Plans for an \$80 Million High-Tech Development in Arizona

BROADCAST

No new clips

TOP TWEETS

- @CivicTechTO: We want to hear your thoughts on how Toronto's civic tech community can contribute to the @sidewalklabs project along the Eastern Waterfront! Learn more and share your ideas with other engaged residents at our Dec. 5 community brainstorming session! <https://t.co/2N4FSSzPEE> - 2,353 Followers
- @CoreNetCanada: The principals behind Toronto's proposed waterfront #smartcity offered few details and lots of reassurances at its first public town hall. #Toronto Read more at: <https://t.co/URVLB7gDsS> -- 538 Followers
- @charlesfinley: This is a way the community can get involved with Sidewalk Labs plans for the Toronto Waterfront with @CivicTechTO and @code4ca <https://twitter.com/CivicTechTO/status/936252232319696897> -- 1,848 Followers

11/30/17

PRINT / ONLINE

- Toronto Star: [Tech industry is tied to inequality, researchers find](#)
- Dezeen: [Smart city planned for former US Navy airfield near Boston](#)

BROADCAST

- On the Money with Peter Armstrong: [The State of Canadian Rental Housing](#)

TOP TWEETS

- @jathansadowski: Also, if you're looking for stuff on Sidewalk Labs, @shannonmattern has a great piece on their work in NYC <https://placesjournal.org/article/instrumental-city-new-york-hudson-yards/> ... and I wrote a piece about their initiative in Toronto <https://t.co/MkJ1up38Y1> - 2,191 Followers
- @binghowell: #Toronto Just Agreed to Build a 750-Acre Living Laboratory With #Google's Sidewalk Labs <https://t.co/wRnld1kWOn> -- 1,083 Followers
- @ppforumca: There are regulatory sandboxes going on. \$63M going in to Sidewalk labs pre-planning. UK gvt. putting in only £10M. Need to move from a static/zoning-based model to one based on sensors and behaviour. #PPFspeaker #FoG - 8,669 Followers

11/29/17

PRINT / ONLINE

- CityLab: Lab Report: Sidewalk Labs's Toronto Project Raises Privacy Concerns

BROADCAST

No new clips

TOP TWEETS

- @silowireless: Ontario's digital sidewalk to have innovative technology like Wi-Fi hubs & lanes for self-driving cars #techtuesday <https://t.co/MIK5cOWj0o> -- 533 Followers
- @techbullets: Despite Google ties, Sidewalk Labs CEO says there's no intent to sell data from Toronto...<https://t.co/LX5OsK12um> -- 283 Followers
- @INETHONDURAS: Despite Google ties, Sidewalk Labs CEO says there's no intent to sell data from Toronto... <https://t.co/N9fxDe3NUZ> -- 1,596 Followers

11/28/17

PRINT / ONLINE

- Geekwire: Despite Google ties, Sidewalk Labs CEO says there's no intent to sell data from Toronto smart city project
- Urban Toronto: CityAge 2017: Technology, Partnerships and Inclusivity
- Toronto Life: The Influentials 2017 (Will Fleissig)

BROADCAST

No new clips

TOP TWEETS

- @BradleyTusk: Imagine running NYC's Olympic bid, being Deputy Mayor in charge of rebuilding the city's economy after 9/11, being CEO of Bloomberg and the Founder/CEO of Sidewalk Labs — all in one career. Now you can. New Firewall with @DanDoctoroff. Enjoy. -- 2,521 Followers
- @geeknewslink: Despite Google ties, Sidewalk Labs CEO says there's no intent to sell data from Toronto sma... <https://t.co/StgZ00wnPg> -- 69 Followers
- @RRBarnes1: What happens when a tech company tries to build a neighbourhood? We're about to find out! The Google-affiliated... <https://t.co/V1WTzNvpFi> -- 383 Followers

11/27/17

PRINT / ONLINE

- Toronto Star: Who owns all the data collected by 'smart cities'?
- Canadian Manufacturing: Feds looks to dole out cash to cities re-imaging infrastructure
- Daily Commercial News: Toronto's east waterfront to grow with Greenland towers

BROADCAST

- BBC: Sidewalk Labs and Toronto Partner to Build Smart City

TOP TWEETS

- @JairoArango_CA: GREENBERG: How Sidewalk Labs could make a vital contribution to Toronto's evolution - Spacing Toronto <https://t.co/t1TaXFhMTf> #Toronto #cities -- 1,112 Followers
- @draglikepull: I've seen a lot of (deserved) concern about cities grovelling to Amazon, but I think a related but more important story is getting largely overlooked: Google is literally trying to take over the infrastructure of large cities like Toronto <https://t.co/WIRVtOfcMn> -- 10.2K Followers
- @mario_island: Alphabet, Google, and Sidewalk Labs Start Their City-Building Venture in Toronto <https://t.co/CieS5aQZd2> -- 479 Followers
- @dosco: Lots going on in Toronto in web tech and AI. Google Brain, Uber self driving and Vector institute are all here. Also Google sidewalk labs is building a smart city near on the waterfront. Tons of startups Shopify, 1Password, 500px to name a few. Also Ethereum was founded here. -- 2,087 Followers

11/22/17

PRINT / ONLINE

- Spacing Toronto: GREENBERG: How Sidewalk Labs could make a vital contribution to Toronto's evolution
- Twelve Thirty Six: Google likely knows you're reading this email
- Startup Here Toronto: Toronto Doesn't Need Google to Build a Smart City, Says Open Data Expert

BROADCAST

No new clips

TOP TWEETS

- @alexbozikovic: .@KGreenbergTO makes an argument for @SidewalkToronto: city governance is broken. <https://t.co/lcnumXyXpu> ... -- 7,327 Followers
- @Jason_Neudorf: "The questions for me often come down to how a 'human-centred' urbanism could be aided by technology, not be subverted by it." @KGreenbergTO on @SidewalkToronto. Think that just about nails it. @Spacing <https://t.co/omD0b85Cjo> -- 294 Followers
- @JohnLorinc: GREENBERG: How Sidewalk Labs could make a vital contribution to Toronto's evolution - Spacing Toronto <https://t.co/y4NXIEWp1F> -- 14K Followers
- @Spacing: Today on @Spacing, renowned urban designer @KGreenbergTO discusses the evolution of city-building in Toronto and what impact @sidewalklabs could have on the city's landscape. <https://t.co/gMpuyXnXBON> #topoli #quayside @WaterfrontTO @Waterfront4All

11/21/17

PRINT / ONLINE

- NPR: A Google-Related Plan Brings Futuristic Vision, Privacy Concerns To Toronto
- TechCrunch: Toronto begins sharing traffic data with Waze, and vice versa ...

BROADCAST

- All Things Considered: A Google-Related Plan Brings Futuristic Vision, Privacy Concerns To Toronto

TOP TWEETS

- @probe1dotcom: #Business story on @NPR Sidewalk Labs, a sibling company to Google, plans to redevelop Toronto's waterfront as high-tech, livable lab. Some residents wonder what a data-driven development could mean for privacy. R A Google-Related Plan Brings Futuristic ... <https://t.co/uj8kveOMxG> -- 1,093 Followers
- @webwanderer2: Part of Torontos waterfront is becoming a smart city <https://t.co/FIFX5OOio1> -- 358 Followers
- @westernsydneyu: Can a tech company build a city? @_sarahbarns takes a look at how Sidewalk labs is re-imagining the way a city is made #Unlimited <https://t.co/SAJZCS0pKG>

11/20/17

PRINT / ONLINE

- The Conversation: Can a tech company build a city? Ask Google
- The Real Deal: Which of these high-tech utopias would you live in?
- City Metric: Owning public space is expensive. So why do developers want to do it?

BROADCAST

No new clips

TOP TWEETS

- @jbrazao: Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <https://t.co/JTeRQ4VtIm> -- 23.7K Followers
- @shawnvenasse: The City of Toronto is on the cutting edge of technology and urban planning! <https://t.co/L179YUxTNH> -- 10.8K Followers
- @eamocanu: #Alphabet is building a smart neighbourhood; in #Torontoexpect huge power savings, robots, self driving cars <https://t.co/JeQ1eaSDli...> #Google – 149 Followers
- @vikas_s_rajpur: Sidewalk Labs, Alphabet owned startup, partnering with the City of Toronto to develop a smart city from ground up <https://t.co/kNyFkqko9r> -- 57 Followers

11/17/17

PRINT / ONLINE

- Daily Commercial News: Development mixes innovation and New York know-how
- (Paywall) Property Week: Toronto: the city of androids

BROADCAST

- NPR: Toronto Mayor John Tory Visits New York and Discusses Growing Toronto's Tech Industry

TOP TWEETS

- @SnapMunk: The kick-ass smart city from #Google & Sidewalk Labs. Neighbourhood APIs, flexible buildings, sky transit & more <https://t.co/nqOuzLNuUv> -- 32.5K Followers
- @HCooperH: As well argued by John Sewell, what we need is a bold vision, like 40 years ago to build affordable housing @CHFCanada #onpoli Sewell on City Hall: Google's Sidewalk Labs or more housing? <https://t.co/ejKfiQxE1K> -- 1,589 Followers
- @RyersonCBI: Sewell on City Hall: Google's Sidewalk Labs or more housing? - Do - November 2017 - Toronto <http://ow.ly/G9Co30gBWEI> -- 2,272 Follower
- @ibi_city: Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront /via @globeandmail <https://t.co/d1semqOmlr> -- 653 Followers

11/16/17

PRINT / ONLINE

- **Marketplace:** Toronto is building a billion-dollar mini smart city

BROADCAST

No new clips

TOP TWEETS

- **@aarieff:** As a counterpoint to the tech city-building from scratch stuff (Microsoft, Sidewalk Labs), would love to hear your thoughts on who is doing the best work to fix the cities we already have... – 15.9K Followers
- **@TribalScale:** Following Alphabet's Sidewalk Labs plan for Toronto, Bill Gates is investing \$80M into building the city of the future in Arizona! via [@verge](#) [#smartcity](#) [#tech](#) <https://t.co/C7nWdya90r> -- 1,185 Followers
- **@gavinmclelland:** Sidewalk Labs has chosen one of the largest underdeveloped urban spaces in North America to build a "smart city" from scratch [#Toronto](#) <https://t.co/LWUNPJCvh0...> via [@wef](#) – 44.3K Followers
- **@MikeSerpa11:** Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <https://t.co/0j1oNsZUaw...> via [@Verge](#) – 147 Followers

11/15/17

PRINT / ONLINE

- CBC News: [Toronto-area mayors on New York mission to ramp up GTA tech scene](#)

BROADCAST

- NPR: [Bill Gates Buys Land In Phoenix for Smart City](#)
- CTV News: [Mayor Tory Visits New York](#)

TOP TWEETS

- @JohnTory: First stop in New York - @sidewalklabs. Learning more about their work to help cities meet their biggest challenges through technology. @WaterfrontTO announced last month that Sidewalk Labs won the bid to be the "innovation and funding partner" on the Quayside district. pic.twitter.com/plCuntt16N – 231K Followers
- @PostCity: Sewell says that the @SidewalkToronto deal is good, but Toronto needs more when it comes to planning housing. <https://t.co/li6iRuf6Xg> -- 8,185 Followers
- @DianaBudds: Replying to @noahr ha! maybe a google/sidewalk labs drone intent on destroying its smart city competitors – 7,635 Followers
- @suggestedits: John Tory is going to NYC to talk tech with startup execs, lure companies to Toronto, and visit Sidewalk Labs. My story: <https://t.co/4U4nEzjeSM> -- 658 Followers
- @AnnCavoukian: Get real! And that's why 3 levels of the Cdn. Govt. made this selection? I wasn't involved in selecting Sidewalk Labs, but I'll make absolutely sure that they embed privacy into the design of their operations. And yes, that's what I do: protect privacy. – 4,494 Followers

11/14/17

PRINT / ONLINE

- Toronto Star: [Tory heads to New York to talk tech with startup execs](#)
- CP24: [Tory to visit Sidewalk Labs during two-day NYC business mission](#)
- The Verge: [Bill Gates is investing \\$80 million and building a smart city in Arizona](#)

BROADCAST

- TVO The Agenda: [Building Smarter Cities](#)

TOP TWEETS

- @dticoll: Waymo partner Lyft lands in Toronto, complementing Alphabet's Vector Institute & Sidewalk Labs plays. <https://t.co/nwexR668OX> -- 624 Followers
- @CultureofCities: REALLY??? "Zimmer says there is no connection between Sidewalk Labs' interest in Toronto and Lyft's move north" <https://t.co/XfngJ6M08H>... via -- 722 Followers
- @DelJeff: Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <https://t.co/SEZhYK47jV>... via @Verge -- 1,264 Followers
- @CoreNetCanada: The principals behind Toronto's proposed waterfront #smartcity offered few details and lots of reassurances at its first public town hall. #Toronto Read more at: <https://t.co/URVLB7gDsS> -- 519 Followers
- @willwrightreads: Sidewalk Labs | Disease Mapping: New Technology Meets an Ancient Discipline <https://t.co/rp7m4te1Ps> -- 2,328 Followers

11/13/17

PRINT / ONLINE

- Urban Toronto: Anthony Townsend Poses Questions for Sidewalk Labs at Quayside
- Metro News: Lyft, Uber's ride-hailing rival, landing in Toronto with big plans
- The Street: Bill Gates Buys 25,000 Acres of Land in Arizona to Build 'Smart City'
- New America Weekly: How Cities Across the Globe Are Taking Innovation into Their Own Hands

BROADCAST

- CTV News: Update on the Toronto Housing Market

TOP TWEETS

- @biancawylie: Sign up for @sidewalklabs weekly newsletter on their website - scroll to the bottom. Provides insight into some of the projects and tech developments they're thinking about <https://t.co/ONEqS3FOw6> -- 2,051 Followers
- @mapyourproperty: Public consultation has already begun for SideWalk labs Quayside neighbourhood. What's your thoughts on the project? <https://t.co/1tthDOxWat> -- 411 Followers
- @W_Goddard: Sidewalk Labs Chose Toronto Despite Pushback From Larry Page via @theinformation -- 7,889 Followers
- @fhhknews: Anthony Townsend Poses Questions for Sidewalk Labs at Quayside <https://t.co/m7fSgQgBxk> #SmartCity -- 1,140 Followers
- @drfrances: Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront /via @globeandmail <https://t.co/zqufNjRewT> -- 1,301 Followers

11/10/17

PRINT / ONLINE

- Snap Munk: Google's Futuristic Smart City In Toronto: The Highlights
- Metro News: As Trump questions tech visas, Canada could benefit

BROADCAST

- The Morning Show (Bianca Wylie Interview Audio): Sidewalk Labs Selling Quality of Life But Torontonians Aren't Buying

TOP TWEETS

- @SnapMunk: Alphabet / Google and their subsidiary Sidewalk Labs have officially put in motion the plans for a revolutionary... <https://t.co/W6TXS52SIW> -- 32.2K Followers
- @simtanx: Hey @sidewalklabs / @SidewalkToronto - super excited for #sidewalkTO, but I had to write up some feedback after reading your vision document in full: <https://t.co/4SZs3AefgE> - 312 Followers
- @Progris: Sidewalk Labs' Quayside development in Toronto is Google's first shot at building a city. @UofTCities <https://t.co/IngJrfTuZP> -- 1,149 Followers
- @Follow_Finance: Think Hard Before Handing Tech Firms The Rights To Our Cities' Data <https://t.co/PA1sY4yDfD>... Sidewalk Labs, sister company to -- 2,392 Followers
- @TelecomTNS: Google's Sidewalk Labs planning a greenfield smart city #IoT #smartcity <https://t.co/b6bxKHv7Hs> -- 317 Followers

11/9/17

PRINT / ONLINE

- Huffington Post Canada: Think Hard Before Handing Tech Firms The Rights To Our Cities' Data

BROADCAST

No new clips

TOP TWEETS

- @AudiMidtown: It's looking like #TO's Waterfront is soon to be spelled with @Google's #Alphabet : <https://t.co/AlkRD4J1fl> -- 14.1K Followers
- @Go_Conservation: Toronto's waterfront to undergo major futuristic redesign thanks to Google's Sidewalk Labs: <https://t.co/Jlv8u3XGuO> -- 865 Followers
- @GlobalSportsCtr: Think Hard Before Handing Tech Firms The Rights To Our Cities' Data Sidewalk Labs, sist... <https://t.co/zDahndPgHq> -- 3,210 Followers
- @semimatte: #SidewalkLabs \$50M investment "demands maximum transparency, public engagement & scrutiny" @JohnLorinc in @Spacing <https://t.co/fUuGbXbS0K> -- 588 Followers
- @g0vnews: Civic Tech: Sidewalk Labs is selling quality of life, but is Toronto buying? <https://t.co/eEHuc3r93v> -- 334 Followers

11/8/17

PRINT / ONLINE

- New York Times: Full Tilt: When 100% Of Cars Are Autonomous
- Pop Up City: Sidewalk Toronto: Tech-Utopia, Authentic Neighborhood, Or Disaster?
- Journal of Commerce: BLOG: Dan Doctoroff at the CCPPP P3 conference

BROADCAST

No new clips

TOP TWEETS

- @TorontoStar: Almost as interesting as Sidewalk Labs' plan for the Toronto waterfront is response to it, writes @HumeChristopher <https://t.co/95nxFnHGgG> -- 863K Followers
- @RonAJenkins: The key to integrating Sidewalk Labs' aspirations with Toronto's civic aspirations is consultation. The ball's in our court. -- 396 Followers
- @BluerockCanada: Sidewalk Toronto - a new high-tech neighborhood development by Sidewalk Labs and Waterfront TO <https://t.co/mJRI7qm26e...> via @urban_toronto -- 13 Followers
- @ReNewCanada: .@DanDoctoroff of Sidewalk Labs providing the lunchtime keynote @pppcouncil #P32017 -- 4,676 Followers
- @biancawylie: Quick update from me on first public meeting @torontoist <https://t.co/4xSwemYgYV> -- 2,017 Followers

11/7/17

PRINT / ONLINE

- Toronto Star (Hume): How cracks could appear in the Sidewalk dream: Hume
- Spacing Toronto: LORINC: Let's talk about Sidewalk Labs' \$50 million investment
- Torontoist: Civic Tech: Sidewalk Labs is selling quality of life, but is Toronto buying?

BROADCAST

No new clips

TOP TWEETS

- @torontoist: Our Civic Tech columnist wonders if we can entrust quality of life issues to a private corporation: <https://t.co/OkYHdX8lDt> -- 327K Followers
- @ToddCooneyCRE: Toronto waterfront won't be a "tech enclave," Sidewalk Labs CEO vows <https://t.co/1QplsBUtQg> -- 2,856 Followers
- @biancawylie: Day after public meeting, Doctoroff is at a Google Canada conference, talking stuff they can start soon or right now <https://t.co/9fL6e5RkHs> -- 2,013 Followers
- @JNehmetallah: Interesting point when Doctoroff say's they are a company that wants to bridge urbanists and technologists. #TOpoli <https://t.co/QagPWMIBPE> -- 62 Followers
- @Spacing: Senior editor @JohnLorinc wonders how @sidewalklabs will spend their \$50 million initial investment #topoli <https://t.co/KqQD73nrch> -- 36K Followers

11/6/17

PRINT / ONLINE

- Globe & Mail: Sidewalk Toronto promises to listen, but what it really wants is an open question
- U of T News: U of T urban experts on how Toronto can become a smart, technologically connected city
- IT World Canada: Google's Eric Schmidt is really impressed by Canada's innovative ecosystem
- Techvibes: Sidewalk Labs Quayside Could Begin Development in Three Years
- Greener Idea: Google Building Smart City in Toronto
- Gears of Biz: Can the tech industry create more affordable cities? Google parent Alphabet is betting yes

BROADCAST

No new clips

TOP TWEETS

- @ehooge: Good questions to ask a platform that wishes to manage your city <https://t.co/QeGVf8yraG> ... about privacy, openness, inclusivity, etc – 7,178 Followers
- @MarkDeutschmann: Pretty exciting vision of a near future, @lloydalter. Design thinking that gives #cities back to citizens: <https://t.co/SlvGv2fk1Y> -- 63 Followers
- @dylan_reid: On @spacing, @pjrplan parses the book by the head of Sidewalk Labs to see what he might bring to Toronto project <https://t.co/faThuDbihg> -- 2,665 Followers
- @Reurbanist: Google sees big things in Toronto, and Sidewalk Labs CEO says Amazon might, too <https://t.co/FexjQRMkmd> via @GeekWire -- 518 Followers
- @cognition_x: Alphabet's Sidewalk Labs strikes deal to turn #Toronto into an 'internet city' @andyjayhawk #CogXBriefing #AI – 3,321 Followers

11/3/17

PRINT / ONLINE

- Tech Crunch: Sidewalk Labs could pilot city-changing tech in Toronto sooner than you think
- Geekwire: Can the tech industry create more affordable cities? Google parent Alphabet is betting yes
- Motherboard – Vice: Google Wants to Build the 'City of the Future' in Toronto, and Locals Are Worried
- Bloomberg: Alphabet's Chairman Hails Nafta as Trudeau Warns Against Collapse

BROADCAST

No new clips

TOP TWEETS

- @TechCrunch: Sidewalk Labs could pilot city-changing tech in Toronto sooner than you think <https://t.co/xAs2rgeQyQ> by @etherington -- 9.76M Followers
- @KrystenConnely: We're convinced we can bend the curve on quality of life. Sidewalk Labs CEO @DanDoctoroff talks co-creating TO's waterfront #GONorth17 – 608 Followers
- @CBCToronto: 'What is affordable for rich people?': Poverty activists question Sidewalk Labs waterfront housing ideas <https://t.co/1Rs2p5a9Nq> -- 476K Followers
- @rorycapern: Straight from the source - straight talk on Quayside, the Sidewalk Toronto project #GoNorth2017 – 2,870 Followers
- @KA_OConnor: .@DanDoctoroff on privacy and data: we have tabula rasa to build privacy by design with Sidewalk Toronto #GoNorth17 – 559 Followers

11/2/17

PRINT/ONLINE

- Toronto Star (Doctoroff, Fleissig): 'The neighbourhood of the future starts with your ideas'
- Toronto Star: Quayside vision of Toronto's waterfront includes self-driving cars
- CBC News: Toronto waterfront won't be a 'tech enclave,' Sidewalk Labs CEO vows
- CBC News (Radio): Town hall on Waterfront Toronto and Sidewalk Labs' new neighbourhood
- Metro News (Mochama): I, for one, welcome our Google overlords: Mochama
- CTV News: Town hall meeting held to discuss details of future high-tech community on city's waterfront
- CP24: Town hall meeting held to discuss high-tech community on Toronto waterfront
- Geekwire: Google sees big things in Toronto, and Sidewalk Labs CEO says Amazon might, too
- World Architecture News: A new kind of complete, mixed-use community is set to emerge in Toronto

BROADCAST

- CBC Toronto: Sidewalk Labs Investing \$50 Million To Research Integrating Planning and Technology

TOP TWEETS

- @nithyavijaya: I do like that sidewalk labs are urbanists first, technologists second. – 249 Followers
- @SamuelHorti: In Toronto where Sidewalk Toronto (public sector + Google parent co. Alphabet) presenting plans to develop the waterfront area #SidewalkTO – 2,888 Followers
- @SamuelHorti: Protesters outside with banners like "I can't afford your affordable housing". This is the first time #SidewalkTO has addressed public – 2,888 Followers
- @ns_ahmed: .@johnLORINC in @Spacing: In search of clarity on Sidewalk Labs <https://t.co/8ikZekiD0k> -- 3,818 Followers
- @MarijaButkovic: #Google's Sidewalk Labs signs deal for #SmartCity makeover of Toronto's waterfront <https://t.co/IPSRz7s544> -- 8,967 Followers

11/1/17

PRINT/ONLINE

- Toronto Star: 'The neighbourhood of the future starts with your ideas'
- Spacing: LORINC: In search of clarity on Sidewalk Labs
- Stanford Daily: Google's city
- Arch Daily: 3XN Reveals Waving Mixed-Use Building Located Adjacent to Sidewalk Labs' Future Smart City

BROADCAST

- CTV News: Sidewalk Labs to Host Town Hall Tonight
- CBC Toronto Metro Morning: Sidewalk Labs Town Hall Tonight Full

TOP TWEETS

- @Spacing: Senior editor @JohnLorinc sat down w/ @DanDoctoroff of @sidewalklabs in search of clarity on Quayside dev #topoli <https://t.co/jrEWn7MgUv> -- 36K Followers
- @JohnLorinc: #topoli #onpoli Today on @spacing: a deep dive into @sidewalklabs previous projects & goals for its Toronto lab. <https://t.co/JeiW0iQIKt> -- 13.9K Followers
- @jfh: Some very thoughtful questions about equity, privacy, inclusivity, and cost of the @sidewalklabs Toronto project. <https://t.co/UFf4UmsvfC> -- 3,403 Followers
- @newdesignsmell: "Not just Villiers Island and the port lands, but eventually to the rest of Toronto, other branches of government." <https://t.co/RJd1xiMpF9> -- 3,057 Followers
- @dfz_ryerson: Sidewalk Labs, an Alphabet company, has recently revealed plans to partner with Waterfront Toronto to revitalize 800 acre of the Downtow -- 854 Followers

10/31/17

PRINT / ONLINE

- Toronto Star: [Toronto's future bears a strong resemblance to the past: Hume](#)
- Metro News: [Toronto's futuristic neighbourhood meets skepticism of the present](#)
- Torontoist: [Civic Tech: A list of questions we'd like Sidewalk Labs to answer](#)
- Designboom: [3XN's toronto residences reference the rippling surface of lake ontario](#)

BROADCAST

- Our Vancouver: [Alphabet to Build Digital City in Toronto](#)

TOP TWEETS

- @torontoist: The first public meeting with Google's @SidewalkLabs is coming up Wednesday. Here's a cheat sheet, but it needs your input too: <https://t.co/MKplcixG14> -- 326K Followers
- @DocJohnEh: Doctoroff, CEO Sidewalk Labs picked Toronto ~'it is the single best place because of its Diversity, Openness & set of Values' #TGF #Toronto -- 176 Followers
- @biancawylie: Big thank you to contributors: @nasma_ahmed @ns_ahmed @josephby @daeeaves @pjrplan @TeresaScassa @re_sieber @htamTO <https://t.co/ho3aydiyHm> -- 1,396 Followers
- @arianleehopkins: Google parent co. Alphabet's Sidewalk Labs is partnering w/ Toronto to build a high-tech neighborhood of the future. <https://t.co/O0gIB7u7Xm> -- 36.3K Followers
- @nicole_s_cohen: Here's the article I mean, asking v. good Qs about @SidewalkToronto. <https://t.co/ixiRiAssc6> -- 1,348 Followers

10/30/17

PRINT / ONLINE

- Toronto Star: Public to get some of waterfront tech hub details
- Varsity: What Sidewalk Toronto means for students
- Business Insider (Republish from Slate): We're about to find out if Google can build a city
- The Stopru: Toronto, Laboratory of Google for its smart city

BROADCAST

No new clips

TOP TWEETS

- @BeechamResearch: #Google's Sidewalk Labs signs deal for #SmartCity makeover of Toronto's waterfront <https://t.co/J1dpaOi96l>-- 2,019 Followers
- @EngagingCities: Civic Tech: On Google, Sidewalk Labs, and Smart Cities <https://t.co/cET7Ha2naP> -- 48.2K Followers
- @knowlengr: The latest Krypton Bros Nuggets! <https://t.co/QSpsdfkSkq...> #smartcity #hacker -- 4,695 Followers
- @Progris: Alphabet City - Spacing Toronto <https://t.co/q6WUWvUv0O...> different twist on Sidewalk Toronto form @JohnLorinc -- 1,143 Followers
- @gquaggiotto: "This fabricated story [that gov't can't do innovation] hurts innovation & increases inequality" <https://t.co/x05hXdBYox> @indy_johar -- 5,188 Followers

10/27/17

PRINT / ONLINE

- Bloomberg: [Moonshot Cuts Are Turning Alphabet Back Into Internet Business](#)
- The Globe and Mail: [Alphabet chair Eric Schmidt touts Canada's AI strategy](#)
- UltraComTech: [Alphabets Sidewalk Labs to turn Toronto area into a model smart city](#)

BROADCAST

- Global Toronto News: [Is Google aiming to have too much power over cities?](#)
- BNN: [Alphabet Reports Earnings](#)

TOP TWEETS

- @americawalks: This is exciting! @sidewalklabs is exploring new technologies for a better city #FutureisWalking – 8,458 Followers
- @wolfewylie: "Let's not kid ourselves: Sidewalk's residential proposals laser target the tech workers it wants to attract." <https://t.co/OYRkxUvAsS> -- 3,173 Followers
- @BetaKit: Sidewalk Labs will begin public consultations on its Toronto location November 1. More here: <https://buff.ly/2yGjseM> -- 21.7K Followers
- @rafirich1: these our are thoughts about the TorontoSidewalks urban project by google (and they are quite worrying)... <https://t.co/U1NNGJZqFZ> -- 179 Followers
- @WeClimate: Sidewalk Labs to build the city of the future in Toronto >> <https://t.co/sFyz2dzfmT> -- 206 Followers

10/26/17

PRINT / ONLINE

- Slate: Building Googletown
- Toronto Star (Editorial): Close the gap between Toronto's demographic reality and its leadership: Editorial
- Blog TO: Toronto Is Currently Being Swept Up By Mega Developments
- Financial Times (LTE): Fischer looked such a nice kid as he laid his traps
- Archinect: Google's Sidewalk Labs to redevelop Toronto waterfront as one of the largest smart city projects in North America
- Slash Gear: Alphabet sends Sidewalk to Toronto to build a smart neighborhood

BROADCAST

No new clips

TOP TWEETS

- @JohnLorinc: #topoli @sidewalklabs/@waterfrontTO consultation at St. Lawrence Centre for Nov. 1 is already sold out. Maybe s/b moved to bigger venue...? – 13.9K Followers
- @InvestOntario: Great read in @TechCrunch: @Google's sister company @sidewalklabs picks Toronto for their 1st model smart city <https://t.co/zrY6cefyam> -- 27.6K Followers
- @cityZenflagNews: On Google, Sidewalk Labs, and Smart Cities <https://t.co/dHzc829VJv> #SmartCities #SmartCity – 1,600 Followers
- @OpenCCE: #CivicTech: On @Google , @sidewalklabs + #SmartCities by the one and only @biancawylie: <https://t.co/0bDtSILeWE> ... #topoli -- 3,704 Followers
- @pjrplan: .@JohnLorinc raises bar on public thinking & review of @SidewalkToronto Quayside <https://t.co/ZZAXQiH4YZ>... via @spacing @geothinkca @RYSURP – 1,448 Followers

10/25/17

PRINT / ONLINE

- Torontoist: Civic Tech: On Google, Sidewalk Labs, and Smart Cities
- Huffington Post Canada: New Toronto Smart City Project Has To Be Open Too
- Bisnow: Toronto's Smart City Could Bring Better Living Through Technology
- Born2Invest: Google's Sidewalk Labs promises great tech advancements but what about data privacy?
- Real Estate News Exchange: Amazon HQ would propel Toronto into the "stratosphere"

BROADCAST

- Top 30: Smart Sidewalks in Toronto

Top TWEETS

- @torontoist: The smart-city industry is a trojan horse for technology companies. Remember they're here for money. <https://t.co/b5wlsDNwu0> -- 325K Followers
- @biancawylie: If there has ever been a time to stress-test the rhetoric about technology versus democracy, this is it. My latest: <https://t.co/iodp3aUIOO> -- 1,945 Followers
- @GoldsmithOnGov: @sidewalklabs and the city of Toronto come together to create an intriguing partnership <https://t.co/xvyvq6aECE> -- 7,359 Followers
- @EcoTechDaily: Sidewalk Labs to build the city of the future in Toronto: <https://t.co/znxzgfmcz> #eco #green #SmartCities -- 10.4K Followers
- @cavelines: Alphabet's Sidewalk Labs will develop a #futuristic community along a sizable swathe of Toronto's waterfront. <https://t.co/N9kWuWlxsB> -- 1,830 Followers

10/24/17

PRINT / ONLINE

- The Guardian (Op-Ed): Jathan Sadowski - Google wants to run your city. That's not a world we should live in
- Metro News (Op-Ed): Matt Elliot - Toronto's 'city of the future' is being built next to a relic of our past
- Metro News: From garbage robots to gondolas, inside the Sidewalk Labs vision for rebuilding cities
- Spacing Toronto: Alphabet City
- Treehugger: Sidewalk Labs to build the city of the future in Toronto
- PSFK: Alphabet Inc. Is Building A City Out Of Data
- The Independent: Google To Create Its Own Neighbourhood With Weather Management Systems And 'Flexible' Buildings

BROADCAST

No new clips

TOP TWEETS:

- @JohnLorinc: #topoli LORINC: We need to Google some questions about Sidewalk Labs <http://spacing.ca/toronto/2017/10/23/alphabet-city/> ... via @spacing – 13.9K Followers
- @TreeHugger: Sidewalk Labs to build the city of the future in Toronto <https://t.co/CIBQLZFRUM> -- 42.9K Followers
- @CathyEngelbert: Our #cities are becoming #smarter every day with innovative thinking like that of @sidewalklabs <https://t.co/QtyVX3J72s> via @itsdgc @wsj -- 7,073 Followers
- @lloydalter: @sidewalklabs city of tomorrow has planning from the past, is #passivehouse: <https://t.co/MUnreavDws>– 12.7K Followers
- @alexbozickovic: .@JohnLorinc isnt buying any @SidewalkToronto hype: <https://t.co/rM1oM403la> -- 7,213 Followers

10/20/17 - #2

PRINT / ONLINE

- Toronto Star: [Bombardier shows the folly of backing grand projects: Olive](#)
- BNN: [Alphabet's high-tech Toronto development plan faces dissent and data fear](#)
- TVO: [Back to the future: Google's vision for Toronto is straight out of the 19th century](#)
- New York Times: [Farhad and Mike's Week in Tech: Regulation Is Looming](#)
- Bloomberg: [The Great Billionaire Ride-Hailing Swap](#)
- Financial Times: [The Fast Lane: Toronto — a Scarry, busy city](#)
- Robotics Tomorrow: [Google to build a futuristic neighborhood in Toronto](#)
- Left Lane: [Google to build tech utopia community in Toronto](#)
- Fanvive: [Alphabet's Sidewalk Labs wants to build a futuristic neighborhood in Toronto](#)

BROADCAST

No new clips

TOP TWEETS

- @dreamit: ".@sidewalklabs to Turn Part of Toronto into a Model Smart City" – 15.6K Followers
- @CityLab: "Toronto just agreed to build a 750-acre living urban laboratory with Google's Sidewalk Labs <https://trib.al/z3ZkkJv>" – 169K Followers
- @itsdgc: "For those into hearing my smooth, dulcet tones on @sidewalklabs Toronto plans, here's me on a WSJ Tech podcast <http://on.wsj.com/2gU72pv>" – 5,076 Followers
- @AzureMagazine: "What @sidewalklabs has planned for Toronto's multi-use "smart" neighbourhood: <http://www.azuremagazine.com/article/sidewalk-labs-future-quayside-toronto/>" - 56.2K Followers
- @enterpriseTO: "Watch Live: Google, Sidewalk Labs Announce Toronto Smart Neighbourhood @techvibes <https://buff.ly/2yv5AkP>" – 14.8K Followers

10/20/17 - #1

PRINT / ONLINE

- The Week: Should tech companies run our cities?
- DeathRattleSports: The scheme – Sidewalk Toronto – will kick off with an initial \$50m of funding.
- The Times: Google to build city in Toronto as test bed for its inventions
- Daily Sabah: Modern utopia: 'Future City' to be built by tech giant
- Financial Buzz: Google to Build "Future City" in Toronto
- Decentralized Energy: Toronto district to be transformed into smart city community
- Buffalo Business First: Alphabet to build futuristic city in Toronto

BROADCAST

- CW: Sidewalk Labs is Teaming Up with Canada's Largest City
- Ran in St. Louis, MO
- Fox: Google to Build Futuristic Neighborhood
- Ran in Colorado Springs, CO; Bangor, ME; Cleveland, OH

TOP TWEETS

- @jen_keesmaat: "Sidewalk Labs wants to remake cities. But their bid was chosen for #Quayside precisely b/c it reinforces *timeless* principles of urbanism." – 46.3K followers
- @BfloBizFirst: "Sidewalk Labs will use a #Toronto neighborhood as a testing ground for high-tech urban infrastructure <http://bizj.us/1pd0le> \$GOOGL" – 17.1K followers
- @Danmathieson: "Alphabet's Sidewalk Labs to turn Toronto area into a model #smartcity <https://buff.ly/2x3MeC0>" – 4.3K followers

10/19/17 - #2

PRINT / ONLINE

- International Business Times: Smart suburb or data-hungry dystopia? Google's Alphabet to design city of the future
- San Francisco Business Times: Alameda loses close contest to Toronto over Google's Sidewalk Labs' tech neighborhood project
- Dezeen: Alphabet's Sidewalk Labs to create high-tech "future city" on Toronto waterfront
- The Phamphlet: Sidewalk Labs By Alphabet To Build Toronto Into An 'Future City'
- Economia: Alphabet to create city of the future in Toronto
- SmartCitiesDive: UPDATE: Toronto officially announces Sidewalk Labs as smart city partner
- TechCo: The Google-fication of Cities Begins With Toronto
- Futurism: Google's Parent Company Is Building a High-Tech Neighborhood in Toronto
- BlastingNews: Google Alphabet to erect 'model 21st Century neighborhood' in Toronto waterfront
- The Register: Lucky Canada. Google chooses Toronto as site of posthuman urban lab

BROADCAST

- Discovery Channel Canada: It's the neighborhood of the future
- CBS: Experimental Community
 - Ran in Mankato, MN
- Business News Network: Dominic Barton on the Rise of Technology Clusters in Canada
- ABC: Google Building Futuristic Neighborhood in Toronto
 - Ran in Knoxville, TN
- Fox: Google to Build Futuristic Neighborhood
 - Ran in Las Vegas; Chicago; Duluth, MN; Shreveport, LA; Burlington, VT; Yakima, WA; Birmingham, AL

TOP TWEETS

- @theinformation: "Sidewalk Labs CEO Dan Doctoroff and Alphabet CEO Larry Page disagreed on vision for tech neighborhood in Toronto <https://www.theinformation.com/sidewalk-labs-chose-toronto-despite-pushback-from-larry-page>" – 30.2K followers
- @serenasaitto: "Sidewalk Labs Chose Toronto Despite Pushback From Larry Page who wanted SF by @coryweinberg <http://go.theinformation.com/17f7630e59cbbdbf> ... via @theinformation" – 4K followers
- @PaulLev: "Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' [@Verge](https://www.theverge.com/2017/10/17/16488942/alphabet-sidewalk-labs-toronto-quayside)" – 17.6K followers
- @bizcarson: "To note from @alanohnsman story: If Lyft does become Sidewalk Labs partner, then Toronto could be 1st int'l market: <https://t.co/rxcN0J01wo>" – 8.9K followers

10/19/17 - #1

PRINT / ONLINE

- NBC News: [Watch This Intelligent Crosswalk Light Up to Protect Pedestrians](#)
- Mashable: [Alphabet will build a futuristic city within the city of Toronto](#)
- Wired: [Google is Trying to Reinvent the City, Starting with Toronto](#)
- Next City: [Sidewalk Labs Is Building Its Own City](#)
- Toronto Bisnow: [Alphabet Selects Toronto For Its Smart City Hub, New Google Canada HQ](#)
- Urban Toronto: [The Technology Behind Sidewalk Toronto's Concept Images](#)
- Breitbart: [Google-Parent Company Alphabet to Build 'City of the Future' in Toronto](#)
- MIT Technology Review: [Alphabet Will Turn Toronto Into a Living Laboratory of Urban Design](#)
- Global Construction: [Alphabet and Toronto to build high-tech community](#)
- Straits Times: [Alphabet and Toronto to build high-tech community](#)
- EJ Insight: [Alphabet's Sidewalk Labs to turn Toronto area into a smart city](#)
- Gears of Biz: [Alphabet to build its first digital neighbourhood](#)
- Government Technology: [Alphabet, Toronto Partner to Create Tech-Infused Neighborhood](#)
- BuzzBuzzNews: [Alphabet and Toronto to build high-tech community](#)
- Next Big Future: [Sidewalk Labs building digital city in Toronto](#)

BROADCAST

- CTV News: [Toronto Could Be World's First 'Smart City'](#)
- Good Day Orlando: [Google - Company Planning to Build Futuristic City](#)
- Good Day Alabama: [Google's Futuristic Neighborhood](#)
- Good Morning Tennessee: [Google Building Futuristic City in Toronto](#)
- FOX43 Morning News: [Future Neighborhood](#)

TOP TWEETS

- @Androidheadline: "Sidewalk Labs To Begin Work On Toronto Smart City Project
<http://dlvr.it/PwSB6h> #Android #Google #news" – 529K Followers
- @mashabletech: "Alphabet's Sidewalk Labs will build a futuristic tech world in Toronto
<http://on.mash.to/2hNG8zd>" – 682K Followers
- @cnntech: ".@Google's Sidewalk Labs will invest \$50 million in an initial phase of planning and pilot testing." – 568K Followers
- @RyersonDMZ: ".@SidewalkLabs of @Google announces a high-tech neighbourhood for Toronto's waterfront » <http://dmz.to/googl3fcc>" – 22.3K Followers
- @DavidPapp: "Alphabet's Sidewalk Labs will build a futuristic tech world in Toronto
<http://on.mash.to/2hNG8zd>" – 167K Followers
- @F5_MediaGroup: "Alphabet's Sidewalk Labs will build a futuristic tech world in Toronto
<https://goo.gl/xFCUXC>" – 29.6K Followers
- @TOAdamVaughan: "The announcement is a big deal, Sidewalk Labs is about much more than technology. The investment & vision are profound" – 9,382 Followers

PRINT / ONLINE

- Financial Post (Reprinted from Bloomberg): Larry Page's 'city of the future' has found its first home in Toronto
- Toronto Sun: High-tech development planned for waterfront
- Financial Post: The Android of cities: Alphabet's smartphone-inspired vision for Toronto's waterfront
- Azure: Google's Sidewalk Labs is Designing a Neighbourhood in Toronto
- Week Herald: Sidewalk Labs Turning Area of Toronto Into Smart City
- Investor Place: Alphabet's Sidewalk Labs to Create Toronto 'Smart City'
- Buffalo Rising: Google's Sidewalk Labs signs deal for new 'Digital City' in Toronto
- City A.M.: Google parent Alphabet's Sidewalk Labs building its own smart city in Toronto. But why not London next?
- Gears of Biz: Google reveals plan for 'smart city' makeover of Toronto waterfront — is there room left for Amazon's second HQ?
- Patently Apple: Alphabet's Sidewalk Labs & the City of Toronto are working on Building the First Futuristic High Tech Neighborhood
- Silicon Valley Business Journal: See Alphabet's vision to turn 800 acres of Toronto into a digital utopia
- Buffalo Rising: Google's Sidewalk Labs signs deal for new 'Digital City' in Toronto

BROADCAST

- AM640: Toronto introduces "Quayside" and the technologically advanced neighbourhood – But what about security?
- CNN: Google's Sister Company to Build "Smart City" In Toronto
- Fox Business News: Toronto's 'Smart' District

TOP TWEETS

- @AzureMagazine: "Sidewalk Labs has won a bid to develop 325 hectares of Toronto's eastern waterfront: <https://t.co/YxvM0dk9oB>" – 56.3K followers
- @urbantoronto: "ICYMI: Google's sister company @sidewalklabs to develop #Torontos 'Quayside'. <http://ow.ly/YTQy30fY5Hg> #development @WaterfrontTO" – 43.2K followers
- @invest_canada: "Great news! @sidewalklabs + @WaterfrontTO announce @SidewalkToronto, a #smartcity partnership #CitiesOfTheFuture <https://t.co/5W22hSxc8Q>" – 15.3K followers
- @JohnTory: "Yesterday @WaterfrontTO announced partnership with @sidewalklabs to build a technologically cutting-edge neighbourhood on one of North America's largest underdeveloped urban land." – 224K followers
- @rezamoridi: "ICYMI: Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront https://beta.theglobeandmail.com/news/toronto/google-sidewalk-toronto-waterfront/article36612387/?click=sf_globe... #onpoli #InnovateON" – 6.6K followers
- @OntInnovation: "BIG news for #Toronto! Alphabet's @sidewalklabs chose #the6ix to pioneer neighbourhoods of the #future! #SidewalkTO" – 25.6K followers
- @paulgoldberger: "Well, it wouldn't be the first time." – 21.6K followers In Reply to:

- **@MikeLydon: "Using Jane Jacobs to sell something Jane Jacobs would denounce?"**
<https://t.co/g1YfDhfqUG> – 13.8K followers

10/18/17 - #2

PRINT / ONLINE

- New York Times: Taxibots, Sensors and Self-Driving Shuttles: A Glimpse at an Internet City (in Toronto)
- BBC: 'Future city' to be built in Canada by Alphabet company
- CNN Money: Google to build a futuristic neighborhood in Toronto
 - Inhabitat: Toronto's waterfront to undergo major futuristic redesign thanks to Google's Sidewalk Labs
- Narcity: Google Is Building A Futuristic Neighbourhood At Toronto's Waterfront And Here's What It's Going To Look Like
- Internet of Business: Sidewalk Labs to turn Toronto waterfront into urban innovation hub
- State Scoop: Toronto to design smart city district with the help from Google's Sidewalk Labs

BROADCAST

- Business News Network: Google's Sidewalk Labs to Build Smart Toronto City
- CTV: Toronto Could Be World's First 'Smart City'
- BBC Radio: Here Comes The Future
- Metro Morning: New high-tech waterfront neighbourhood

TOP TWEETS

- @dmrider: "Silicon Valley's newspaper on @sidewalklabs' big bet on the Toronto waterfront <https://t.co/LLlj0g3FGC>" – 12.3K
- @jen_keesmaat: "Cities of the future will be safe places for children to thrive. Barefoot, even, according to this @sidewalklabs rendering for #Quayside!" – 46.1K followers
- @jen_keesmaat: "City of the future: no more private car ownership. Designed for *people* to thrive, instead. Coming to our waterfront via @sidewalklabs." – 46.1K followers
- @carltonreid: "Google's city-of-the-future – to be trialled in Toronto – to be designed for people not cars. @sidewalklabs <http://www.bikebiz.com/news/read/google-s-city-of-the-future-to-be-designed-for-bikes-not-cars/022032> ..." – 20.6K followers
- @report24CA: "Sidewalk Labs to help build connected community on Toronto waterfront Trudeau #RT <https://t.co/1mMDsDD7P0>" – 11.1K followers
- @futurecitiescat: ".@sidewalklabs to build their own #FutureCities in Toronto. How will this affect the future of the planning process? <http://ow.ly/okuH30fXqVn>" – 21.4K followers
- @awalkerinLA: "Here's more on the Google/Alphabet/Sidewalk Labs plan, which I wish was just named Sidewalk City <https://twitter.com/Curbed/status/920372525472808960>" – 19.2K followers

10/18/17 - #1

PRINT / ONLINE

- Relationship Science: [Google streets: Toronto steps toward smart city with Sidewalk deal to transform waterfront](#)
- Startlr Tech Blog: [Sidewalk Labs: Toronto's Future District](#)
- Long Room: [Google's parent company is spending \\$50 million to build a high-tech neighborhood in Toronto](#)
- Startlr Tech Blog: [Sidewalk Labs: a smart city in Toronto](#)
- Android Headlines: [Sidewalk Labs To Begin Work On Toronto Smart City Project](#)
- Metro: [Alphabet to develop high-tech waterfront site in Toronto](#)
- Forbes: [Alphabet's Futuristic Urban Vision Includes Waymo 'Taxibots'](#)
- Newsmax: [Google Envisions Future of 'Taxibots' in Major Cities](#)
- Morningstar: [UPDATE: Alphabet's Sidewalk Labs to build tech-focused Toronto development](#)
- San Francisco Chronicle: [Larry Page's urban innovation unit picks Toronto for first digital neighborhood](#)
- MSN.com: [Alphabet Unit to Build Digital District From Scratch in Toronto](#)

BROADCAST

- Mornings with Maria Bartiromo: [Toronto's 'Smart' District](#)
- CBC Metro Morning: [Sidewalk Toronto Unveils New Tech-Focused Neighbourhood](#)

TOP TWEETS

- @FastCompany: "Alphabet's Sidewalk Labs will build new smart city development in Toronto <http://bit.ly/2yzv6au>" – 2.31M Followers
- @CTVNews: "Sidewalk Labs to help build connected community on Toronto waterfront: Trudeau <http://bit.ly/2zxIECM>" – 641K Followers
- @metromorning: "Google sister company makes 'bold bet' with new tech-focused neighbourhood 'Sidewalk Toronto.' <http://bit.ly/2x5BgVH>" – 167K Followers
- @montymetzger: "Google's Sidewalk Labs strikes deal to turn 800 acres of #Toronto into a #SmartCity <http://bit.ly/2zhcCJ2> #Canada #FutureOfCities" – 113K Followers
- @OttLegalRebels: "#Alphabet's Sidewalk Labs to turn #Toronto area into a model #SmartCity - <http://goo.gl/alerts/2cfrL> #smartcities #DataAnalytics #Google" – 59.7K
- @Justin_Ling: "Justin Trudeau on the Toronto waterfront right now, announcing that Google's Sidewalk Labs is about to get a huge plot of land for a new HQ." – 44.2K Followers
- @alexbozиковic: "Here comes the Google City. @sidewalklabs <https://twitter.com/globeandmail/status/920361075060740096>" – 7,165 Followers

10/17/17 - #3

PRINT / ONLINE

- Globe and Mail: With Toronto, Alphabet looks to revolutionize city-building
- The Weather Network: Google to develop high-tech waterfront site in Toronto
- GeekWire: Google reveals plan for 'smart city' makeover of Toronto waterfront — is there room left for Amazon's second HQ?
- Fast Company: Alphabet's Sidewalk Labs will build new smart city development in Toronto
- Global News: Google headquarters to headline Toronto's plan for a high-tech waterfront community
- Fast Co. Design: Alphabet Inc. Plans A Beta City
- 9to5Google: Alphabet's Sidewalk Labs plans sustainable & self-driving 'neighbourhood of the future' for Toronto waterfront
- Reuters: Alphabet to develop high-tech waterfront site in Toronto
- Arch Daily: Sidewalk Labs Announces Plans to Create Model Smart City on Toronto's Waterfront
- The Chronicle Herald: Google's sister company to help build connected community on Toronto waterfront
- CityLab: Google Announces Plan to Turn Toronto Neighborhood into Living Laboratory
- Financial Times: Alphabet to build futuristic city in Toronto
- Bloomberg: Alphabet to Pack its Digital City With Autonomous 'Taxibots'
- San Francisco Chronicle: Alphabet's Sidewalk Labs teams with Toronto to design high-tech neighborhood
- Bloomberg: Alphabet to Pack its Digital City With Autonomous 'Taxibots'
- U of T News: Google to build living laboratory for urban innovation in Toronto
- The Daily Courier: Google's sister company to help build connected community on Toronto waterfront

BROADCAST

- CTV: New tech-focused neighborhood to be built on city's waterfront
- CBC: High-tech waterfront site in T.O.
- CTV: Google Sister Company Sidewalk Labs Part of Development
- Global Toronto: New Neighborhood
- CBC News: New Tech Neighborhood
- CTV: A Futuristic City

TOP TWEETS

- @JustinTrudeau: "Today we celebrated a new partnership between @sidewalklabs & @WaterfrontTO that will create jobs & spur new innovation in Toronto." – 3.71M followers
- @CanadianPM: "PM Trudeau announces a partnership between @sidewalklabs and @WaterfrontTO to help revitalize Toronto's Eastern Waterfront." – 122K followers
- @LisaScarfPerthLM: "Toronto to Build a Living Laboratory w/- Google's Sidewalk Labs - lets hope they'd like a S Hemisphere project too! <https://t.co/xWUtnpKUga>" – 13.8K followers

- @JohnTory: "Brilliant minds at work from @ActuaCanada & its group of young engineers at the @sidewalklabs/@WaterfrontTO announcement regarding exciting Quayside development." – 224K followers
- @Richard_Florida: "1. Google @sidewalklabs comes to Toronto: @alexbozиков in @globeandmail: <https://beta.theglobeandmail.com/news/toronto/google-sidewalk-toronto-waterfront/article36612387/?ref=http://www.theglobeandmail.com&cmpid=rss1&click=dlvr.it>" – 197K followers
- @verge: "Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' https://www.theverge.com/2017/10/17/16488942/alphabet-sidewalk-labs-toronto-quayside?utm_campaign=theverge&utm_content=chorus&utm_medium=social&utm_source=twitter" – 2.25M followers
- @engadget: "Alphabet's Sidewalk Labs is building an 'internet city' in Toronto <https://t.co/XoiDVZ0nwX>" – 2.37M followers
- @CityLab: "Toronto just agreed to build a 750-acre living urban laboratory with Google's Sidewalk Labs <https://trib.al/Hq52ynh>" – 169K followers
- @TOAdamVaughan: "In #Toronto w/ PM @JustinTrudeau where @WaterfrontTO + @sidewalklabs are announcing partnership to combine forward-thinking urban design & new digital technology to create a new kind of mixed-use community on the Est Waterfront. #SidewalkTO" – 9.3K followers
- @ActuaCanada: An honour to introduce @JustinTrudeau to young future city designers from @UofTEngOutreach today @WaterfrontTO & @sidewalklabs announcement!" – 3K followers
- @SFChronicle: "Alphabet's @sidewalklabs teams with Toronto to design high-tech neighborhood. <http://www.sfchronicle.com/business/article/Alphabet-s-Sidewalk-Labs-teams-with-Toronto-to-12285646.php>" – 132K followers

10/17/17 – #2

PRINT / ONLINE

- Fox Business: [Alphabet's Sidewalk Labs to Create 'Smart' Neighborhood in Toronto -- Update](#)
- PC Mag: [Smart Home? Toronto Moves to Create a Smart Neighborhood](#)
- CNET: [Justin Trudeau welcomes Google's Toronto tech paradise](#)
- IT World Canada: [First details revealed for Google's tech-focused neighbourhood in Toronto](#)
- CTV News: [Sidewalk Labs to help build connected community on Toronto waterfront: Trudeau](#)
- Inc: [Google Is About to Turn Toronto Into the World's Most Futuristic City](#)
- Curbed: [Sidewalk Labs chooses Toronto for its high-tech urban district](#)
- Seeking Alpha: [Alphabet subsidiary announces 800 acre Toronto 'internet city'](#)
- Engadget: [Alphabet's Sidewalk Labs is building an 'internet city' in Toronto](#)
- Betakit: [Alphabet Investing \\$62 Million In Sidewalk Labs Toronto Site](#)
- The Globe & Mail: [Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront](#)
- The Globe & Mail: [Why Toronto is the ideal place to build a neighbourhood of the future](#)
- CNBC: [Alphabet says Sidewalk Labs unit will build a model urban district in Toronto](#)
- Toronto Star: [Google firm wins competition to build high-tech Quayside neighbourhood in Toronto](#)
- Business Insider: [Google's parent company is spending \\$50 million to build a high-tech neighborhood in Toronto](#)
- Wall Street Journal: [Alphabet's Sidewalk Labs to Create 'Smart' Neighborhood on Toronto Waterfront](#)
- The Verge: [Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city'](#)
- TechCrunch: [Alphabet's Sidewalk Labs to turn Toronto area into a model smart city](#)
- Financial Post: [Toronto to be home to Google parent's biggest smart city project yet](#)
- Bloomberg: [Google Sister Company to Build Digital District From Scratch in Toronto](#)

BROADCAST

- CTV Toronto: [Waterfront Toronto](#)
- CTV: [Toronto's 'Smart' Neighborhood](#)

TOP TWEETS

- @OmegaGroupMA: "Another big win for Toronto!
<http://business.financialpost.com/technology/google-to-be-anchor-tenant-at-toronto-innovation-hub-government-source> ... #toronto #google #sidewalklabs" – 17.3K followers
- @dmrider: "At Corus Quay for longest mic check in history before @sidewalklabs/@Google announce re new high-tech test district in #Toronto #SmartCities" – 12.3K followers
- @uohanalilly: "Google's Parent Alphabet Is Expected to Announce a New Location for Sidewalk Labs" – 9K followers
- @FortuneTech: "Google's Parent Alphabet Is Expected to Announce a New Location for Sidewalk Labs <http://for.tn/2kW9ekH>" – 20.6K followers

- @SunnyHoi: "Google's Parent Alphabet Is Expected to Announce a New Location for Sidewalk Labs <http://sunnyhoi.blog/Pw9J0b> #Tech #Alphabet" – 96.9K followers
- @DannyShookNews: "#Alphabet's Sidewalk Labs to turn #Toronto area into a model smart city <https://goo.gl/fb/8ejFV6> #DSNTech #government" – 61.1K followers
- @nmachijidenma: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://dlvr.it/PwBhtD>" – 5.7K followers
- @AlexSteffen: "Acid test: whether @sidewalklabs new Toronto district is a cliched "smart city" play or a genuinely new vision for carbon-zero urban living <https://twitter.com/sidewalklabs/status/920360679982452737>" – 26.5K followers
- @mkaufmann: "Exciting Sidewalk Labs live announcement going on: https://youtu.be/A_yg_BsJy_o" – 9.7K followers
- @JohnStory: Brilliant minds at work from @ActuaCanada & its group of young engineers at the @sidewalklabs/@WaterfrontTO announcement regarding exciting Quayside development." – 224K followers
- @budejicky: Alphabet investing \$62 million in Sidewalk Labs Toronto site | #VentureCanvas - <http://bit.ly/2ypU5xm>" – 8.4K followers
- @bdnews24: "TechCrunch: RT etherington: Google's Canada HQ is also relocating to new Sidewalk Labs tech city within Toronto, p...<https://twitter.com/etherington/status/920364777532264448>" – 215K followers
- @vrai777: "#tech #crunch RT etherington: Google's Canada HQ is also relocating to new Sidewalk Labs tech city within Toront... <https://t.co/vfBm0FpNR7>" – 7.9K followers
- @lifeoncoin: ""Alphabet's Sidewalk Labs to Create 'Smart' Neighborhood on Toronto Waterfront" <http://ift.tt/2ywJQqE>" – 5.5K followers
- @stanleysuen: "RT TechCrunch : RT etherington: Google's Canada HQ is also relocating to new Sidewalk Labs tech city within Toront... <http://tcn.ch/2yvckkj>" – 26.9K followers
- @Ontario411_ "Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <http://ruq.us/kXTD6Pv> #Toronto" – 11.1K followers
- @venturecanvas: "Alphabet investing \$62 million in Sidewalk Labs Toronto site | #VentureCanvas - <http://bit.ly/2ypU5xm>" – 9.5K followers
- @etherington: "Google's Canada HQ is also relocating to new Sidewalk Labs tech city within Toronto, per @JustinTrudeau : <http://tcn.ch/2yvckkj>" – 21.8K followers
- @alexbozikovic "Here comes the Google City. @sidewalklabs <https://twitter.com/globeandmail/status/920361075060740096>" – 7K followers
- @BetaKit: Alphabet investing \$62 million in @SidewalkLabs Toronto site <https://buff.ly/2ysXzNI>" – 21.6K followers
- @uohanalilly: "Alphabet's Sidewalk Labs to Create 'Smart' Neighborhood on Toronto Waterfront" – 9.1K followers
- @vergecars: "lphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' [https://www.theverge.com/2017/10/17/16488942/alphabet-sidewalk-labs-toronto-quayside ...](https://www.theverge.com/2017/10/17/16488942/alphabet-sidewalk-labs-toronto-quayside...)" – 8.2K followers
- @e_jaffe: "The future is one where bold innovative thinking is the norm -- @JustinTrudeau on @sidewalklabs @WaterfrontTO partnership @SidewalkToronto" – 9.5K followers
- @Misener680NEWS: "Prime Minister Trudeau in Toronto to help announce Google's Sidewalk Labs will be anchor tenant of Quayside development on waterfront." – 4.2K followers

- @sadhigali: "#Tech Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://ow.ly/kY5850eF0W4>" – 15.4K followers
- @emilia_suze: "Alphabet says Sidewalk Labs unit will build a model urban district in Toronto" – 42.1K followers
- @CNBC: "Alphabet says Sidewalk Labs unit will build a model urban district in Toronto <https://t.co/csP9crBe7h>" – 2.79M
- @CNBCtech: "Alphabet says Sidewalk Labs unit will build a model urban district in Toronto <http://cnb.cx/2yQZ0II>" – 58.8K followers
- @techvibes: "Watch Live: Google, Sidewalk Labs Announce Toronto Smart Neighbourhood [https://techvibes.com/2017/10/17/google-and-sidewalk-labs-announce-a-smart-neighbourhood ...](https://techvibes.com/2017/10/17/google-and-sidewalk-labs-announce-a-smart-neighbourhood...) @googlecanada" – 83.6K followers
- @Justin_Ling: "Justin Trudeau on the Toronto waterfront right now, announcing that Google's Sidewalk Labs is about to get a huge plot of land for a new HQ." – 44.2K followers
- @SaeedBaygi: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://dlvr.it/PwBYP4> #Startup" – 16.3K followers
- @SocialEnBogota: "Congratulations WaterfrontTO on your new development partner Sidewalklabs! #ClimatePositive #Cities4Climate [https://twitter.com/i/web/status/920360901550788613 ...](https://twitter.com/i/web/status/920360901550788613)" – 35.1K followers
- @tkelly767: "Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <http://ift.tt/2gqvfgo>" – 9.2K followers
- @am640: "Waterfront Toronto is partnering with Sidewalk Labs to create a new community and tech hub development along the waterfront." – 18.7K followers
- @_TNews: "Alphabet's Sidewalk Labs strikes deal to turn 800 acres of Toronto into an 'internet city' <http://dlvr.it/PwBZmT> #Tech" – 10.5K followers
- @18dMedia: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://dlvr.it/PwBZYN> #technicallycorrect" – 25.4K followers
- @TechGreekRebel: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city [https://techcrunch.com/2017/10/17/alphabets-sidewalk-labs-to-turn-toronto-area-into-a-model-smart-city/?ncid=rss ...](https://techcrunch.com/2017/10/17/alphabets-sidewalk-labs-to-turn-toronto-area-into-a-model-smart-city/?ncid=rss) #tech #business #money" – 88.3K followers
- @tristanbolton: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://t.boltn.co/lg71q>" – 12.9K followers
- @globetoronto: "Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront <http://bit.ly/2ypR3JK> #Toronto #TO" – 20.8K followers
- @Codango: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city - [http://codango.com/alphabets-sidewalk-labs-to-turn-toronto-area-into-a-model-smart-city/ ...](http://codango.com/alphabets-sidewalk-labs-to-turn-toronto-area-into-a-model-smart-city/) #codango" – 57.3K followers
- @harokas: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://ift.tt/2go87bQ>" – 20K followers
- @aasisvinayak: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city | TechCrunch" – 30K followers
- @IsaacNaor: "Alphabet's Sidewalk Labs to turn Toronto area into a model smart city <http://bit.ly/2gMBvnp> /via @TechCrunch" – 24.1K followers

- **@paulvieira:** "Alphabet's Sidewalk Labs to create 'smart' neighborhood on Toronto waterfront <https://www.wsj.com/articles/alphabets-sidewalk-labs-to-create-smart-neighborhood-on-toronto-waterfront-1508266001> ... via @WSJ" – 8.7K followers
- **@globeandmail:** "Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront <https://trib.al/o7Ym9y7> @alexbozиковic @GlobeToronto" – 1.65M followers
- **@GlobeTechnology:** "Google's Sidewalk Labs signs deal for 'smart city' makeover of Toronto's waterfront <http://bit.ly/2ypiumM> #cdntech" – 145K followers
- **@cities:** "Congratulations @WaterfrontTO on your new development partner @Sidewalklabs! #ClimatePositive #Cities4Climate" – 60.1K
- **@business:** "Alphabet's Sidewalk Labs will build a digital district from scratch in Toronto <https://bloom.bg/2ij4xjU>" – 4.32M followers

10/17/17 - #1

PRINT / ONLINE

- Reuters: [Google to be anchor tenant at Toronto innovation hub - government source](#)

BROADCAST

No new clips

TOP TWEETS

- @bruce_katz: "NYC's Sidewalk Labs nears expansion deal for waterfront development in Toronto"
- <https://www.wsj.com/articles/alphabets-city-building-unit-nears-development-deal-in-toronto-1507142561> ... @sidewalklabs @DanDoctoroff" – 21.8K
- @Paris_G: "@sidewalklabs I would like to be first in line for one of your condos please #Toronto" – 11.6K followers
- @cllrainslie: "Google firm poised to partner on Toronto high-tech neighbourhood" https://www.thestar.com/news/city_hall/2017/10/04/google-firm-poised-to-partner-on-toronto-high-tech-neighbourhood.html ... via @torontostar #SidewalkLabs #Google #TOPoli" – 10K followers
- @dmrider: "Earlier story w details re @sidewalklabs/@Google pick of #Toronto to build its smart-city test district https://www.thestar.com/news/city_hall/2017/10/04/google-firm-poised-to-partner-on-toronto-high-tech-neighbourhood.html ... #smartcities" – 12.3K
- @dmrider: "Waterfront Toronto will livestream the #Quayside event that starts at 2:30pm. <https://www.facebook.com/pg/WaterfrontToronto/>" – 12.3K
- @dmrider: "Turning out to be high-tech week here in #Toronto. @sidewalklabs/@Google #Quayside announcement today, @Amazon #hq2 bid book speech tomo" – 12.3K



For more information visit:

www.sidewalktoronto.ca

For general inquiries, please email:

hello@sidewalktoronto.ca

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: January 12, 2018 5:11 PM
To: Brett Howell; Nassif, Marie-Pier (INFC); Soler, Roger (INFC); Morin, Kathy (INFC); Cyr2, Pierre (INFC); Matharu, Krishen (INFC); 'Bingler, Trevor (MOI)'; Carol Mercer; 'Kekanovich, Lynn (MOI)'; 'Moadel, Maryam (MOI)'; David Stonehouse; Jay Paleja; Leah Ross
Subject: RE: Draft IGSC Minutes (Nov. 2017)

Brett – leave that with me – I will edit the minutes accordingly.

From: Brett Howell [mailto:[REDACTED]]
Sent: Friday, January 12, 2018 5:01 PM
To: 'Nassif, Marie-Pier (INFC)' <marie-pier.nassif@canada.ca>; roger.soler@canada.ca; 'Morin, Kathy (INFC)' <kathy.morin@canada.ca>; 'Cyr2, Pierre (INFC)' <pierre.cyr2@canada.ca>; 'Matharu, Krishen (INFC)' <krishen.matharu@canada.ca>; 'Bingler, Trevor (MOI)' <Trevor.Bingler@ontario.ca>; Carol Mercer <carol.mercer@ontario.ca>; 'Kekanovich, Lynn (MOI)' <Lynn.Kekanovich@ontario.ca>; 'Moadel, Maryam (MOI)' <Maryam.Moadel@ontario.ca>; David Stonehouse [REDACTED]; Jay Paleja [REDACTED]; Leah Ross [REDACTED]
Subject: Draft IGSC Minutes (Nov. 2017)

As mentioned in my previous email, please find attached the draft minutes from the IGSC meeting held on Monday November 6, 2017.

We would appreciate your feedback saved in tracked changes mode by the end of **Wednesday January 17**. I am hoping that [REDACTED], or someone else from Waterfront Toronto, can recall the 5 off ramps that were discussed in the Quayside portion of the meeting. I have highlighted the relevant section.

Thanks,

Brett Howell MCIP, RPP
 Technical Coordinator
 Waterfront Secretariat, City Planning Division
 12th Floor East Tower, Toronto City Hall
 100 Queen Street West | Toronto, ON | M5H 2N2
 T: 416-338-5769 | F: 416-392-8805
 E: [REDACTED]

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: February 1, 2018 4:18 PM
To: Nassif, Marie-Pier (INFC); Fortin3, Marc (INFC); Morin, Kathy (INFC); Singbush, Bruce (MOI); Carol Mercer; David Stonehouse; Jayne Naiman; [REDACTED]; Brett Howell; 'Kekanovich, Lynn (MOI)'; Moadel, Maryam (MOI)
Cc: [REDACTED]
Subject: Quayside Public Consultation Plan
Attachments: 18.02.01-Sidewalk-Toronto-Public-Engagement-Plan-Final-3pm.pdf
Importance: High

Hello -

Please find attached a copy of the Quayside/Sidewalk Toronto Public Engagement Plan in advance of it being made public tomorrow morning.

Please note that the language on Indigenous engagement and consultation has had input from the province and the Ministry of Indigenous Relations and Reconciliation.

Thanks
[REDACTED]

[REDACTED] | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [REDACTED]
[REDACTED] | www.waterfronttoronto.ca



WATERFRONTToronto

SIDEWALK TORONTO

How to get involved and help us imagine
Toronto's newest neighbourhood

1 February 2018



WATERFRONT Toronto



We want you to join us to imagine a new kind of neighbourhood taking shape on Toronto's waterfront.

Toronto is one of the world's most inclusive and successful cities, but like most growing urban centres, it is also facing real challenges: **Congestion. Affordability. Climate Change.**

Our hope is to explore new ideas for solving these challenges while creating a healthier, more inclusive, and sustainable approach to urban living.

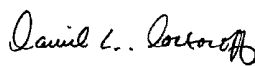
We also know that neighbourhoods like Quayside are too important and too complex to be designed in isolation. The more voices, perspectives, and ideas that come to the table, the better. That's why we want you to be a part of this project and why we are planning dozens of different meetings and events over the next several months.

We hope to see you soon!



Will Fleissig

President & CEO, Waterfront Toronto



Dan Doctoroff

Chairman & CEO, Sidewalk Labs



What is Sidewalk Toronto?

Sidewalk Toronto is a joint effort by Waterfront Toronto and Sidewalk Labs to create a new kind of mixed-use, complete community on Toronto's waterfront. Sidewalk Toronto will combine forward-thinking urban design and new digital technology to create a people-centred neighbourhood that achieves precedent-setting levels of sustainability, affordability, mobility, and economic opportunity.

How did this start?

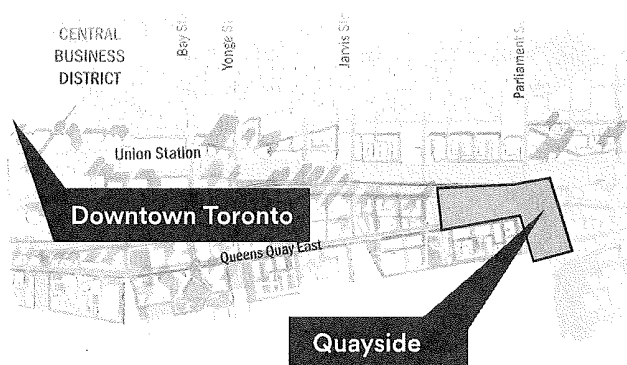
Sidewalk Labs responded to a competition issued by Waterfront Toronto to identify an innovation and funding partner for a new place called Quayside. Several local and international firms submitted responses, describing their vision, implementation plan, team strength and experience, and financial and technical capacity. Following a rigorous evaluation process, Waterfront Toronto selected Sidewalk Labs as its partner.

What happens next?

Our public consultation and stakeholder engagement will inform and help shape Sidewalk Toronto's Master Innovation and Development Plan, including public policy and regulatory impacts. This work will proceed throughout 2018. The Plan will be subject to approval by the boards of both Waterfront Toronto and Sidewalk Labs. Its implementation will require a variety of municipal and governmental approvals.

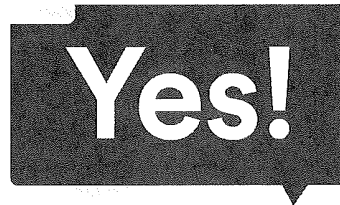
What do we hope to achieve?

- Establish a complete community that improves quality of life for a diverse population of residents, workers, and visitors.
- Create a destination for people, companies, startups, and local organizations to advance solutions to the challenges facing cities, such as energy use, housing affordability, and transportation.
- Make Toronto the global hub of a rising new industry: urban innovation.
- Serve as a model for sustainable neighbourhoods throughout Toronto and other cities.



We want Quayside to be a vibrant and complete community that welcomes residents, businesses, and visitors alike.

Community engagement?
Collaboration?
Co-creation?



We want to imagine this new neighbourhood together. This means working in partnership with Torontonians from across the city, as well as many community organizations, different stakeholders, and our government partners to show what's possible when people think and work together.

Here's what we care about:

- | | |
|----------------------|--|
| INCLUSION | We will create extensive, innovative opportunities to hear from Torontonians in every corner of the city and we welcome the city's rich diversity of perspectives, identities, and backgrounds. Our commitment to inclusion will be a hallmark of our work. |
| CREATIVITY | We are passionate about creativity and the inventiveness that makes cities so vibrant. We will seek out and share great ideas at home and abroad and champion the creative energy of all Torontonians. |
| LEARNING | We think learning starts by listening — carefully and closely. This means developing our plan in conversation with Torontonians, and ensuring that at every stage it considers and reflects the sensibilities and aspirations of residents and stakeholders, as well as our government partners. |
| RELATIONSHIPS | We are serious about building close relationships with community partners. If we nurture and invest in these relationships, our plans for this neighbourhood will be better and the community will be stronger too. |
| EQUITY | We understand that people and communities can face barriers to participating in some public dialogues. We are committed to reaching out to and supporting the participation of those who are historically underrepresented. |
| PLAY | We think people can solve tough challenges while also having fun. That's why we will create surprising, unexpected, and inventive ways to imagine Toronto's newest neighbourhood and explore the future of Toronto's waterfront. |

Public talks, design jams, local pop-ups, neighbourhood meetings, roundtable workshops, tech competitions, a waterfront pavilion, a travelling fellowship, kids camps, and civic labs...



There are lots of different ways you can get involved!

1. **Attend one of our live-streamed public talks featuring acclaimed speakers on topics such as sustainability, digital technologies, mobility, urban design, and inclusion**

Why attend? If you're interested in learning what other cities are doing to prepare for the future, you will want to attend our series of public talks that will feature special dialogues with leading researchers, writers, architects, technologists, ethicists, and planners.

2. **Join a public roundtable meeting during key phases in the creation of the development plan**

Why participate? If you want to help shape our thinking and be kept up-to-date on how our plan unfolds, you will want to participate in one of our public roundtable meetings. Working in small, facilitated groups, you'll hear an update on our progress, learn about the thorny issues we're working to resolve, and help to challenge our assumptions and refine our thinking.

3. **Attend a neighbourhood meeting held throughout Toronto in partnership with local organizations and community associations**

Why attend? If you want to learn more about our plans and share your ideas you can attend a neighbourhood meeting that's close to home, and if you're part of a community association, you can also invite us to visit your neighbourhood and host a conversation with us.

4. **Visit the Sidewalk Toronto Pavilion opening later this year**

Why visit? Our Sidewalk Toronto Pavilion will be a place to learn more about the technologies that are changing urban life, experience cultural programming, explore the history and future of Toronto's waterfront, and engage with interactive exhibits and workshops that will help to shape our development plan.

5. **Visit a local pop-up station to learn about our project and share your ideas**

Why visit? If you don't have time to make it to one of our events or visit our Sidewalk Toronto Pavilion, watch for us to pop up in a community location near you. These will be great opportunities to quickly learn about Sidewalk Toronto and share your ideas for improving Toronto's waterfront.

6. **Watch your mailbox for an invitation to serve on the Sidewalk Toronto Reference Panel to provide planning and policy guidance along with residents from across the city**

Why serve? We believe it's important that a wide range of voices from across the city help to develop a vision and specific goals for our plan. We will be inviting households across the city to consider volunteering to serve on a 36-member Reference Panel that will meet over six Saturdays throughout the year to examine our work and help shape our thinking.

7. **Attend a design jam to examine specific elements of the Sidewalk Toronto plan**

Why attend? If you have a keen eye for the design of public space or have ideas for improving the architecture and area plan, you will want to attend one of our charrettes to work alongside architects and planners as they review and workshop different design elements.

8. **Go online to learn about Sidewalk Toronto, watch our videos, review documents, and complete surveys**

Why visit? We are passionate urbanists who want to share what we are learning about the future of cities and Toronto's waterfront. Throughout the year we'll be posting new content to our website (sidewalktoronto.ca) where you can read about our approach, learn from leading urban planners and technologists, register for a public session, or complete one of several project surveys.

9. Sign-up for our CivicLabs to examine the future of issues like mobility, housing, and inclusion

Why volunteer? If you're interested in working on some of the biggest challenges facing cities, you will want to volunteer to attend one of our two-day CivicLabs. Working with leading designers alongside other Torontonians, you will have the opportunity to explore one of several topics in close detail, develop a series of scenarios, and brainstorm a range of possible solutions that can be piloted by Sidewalk Toronto.

10. Send your child, ages 9-12, to a free YMCA-Sidewalk Toronto Summer Kids Camp to learn about the waterfront and explore ideas for its future

Why register? If you have children ages 9-12 who are interested in how cities work and grow, our weeklong Summer Kids Camp will give them a behind-the-scenes look at Toronto and its waterfront. Based at the new Cooper Koo YMCA, campers will have the opportunity to learn, play, and explore as they develop their own ideas.

11. Apply for our Sidewalk Toronto Fellows Program for Torontonians, ages 19-24

Why apply? Twelve fellows will be selected following an application process and travel with us to three international cities over six months to explore the future of cities and technology and prepare a public report.

12. Join local civic innovators to develop pilots and prototypes to improve urban life

Why get involved? If you are interested in tackling some of the things that frustrate Torontonians and using digital technologies to improve urban life, you will want to get involved with our pilots and prototypes initiative. Working in partnership with members of Toronto's civic innovation, arts, and tech community, you will have the opportunity to develop and propose pilots and prototypes to run with Sidewalk Toronto.

13. Watch for local and international experts to support our project teams

Why is this important? We think that local and international experts who are independent of either Waterfront Toronto or Sidewalk Labs have a valuable role to play in helping to shape our plan. Small working groups will meet periodically with our project leads throughout the planning process to help strengthen and refine our approach. This will include a dedicated team to advise Sidewalk Toronto on the development of a robust digital governance strategy, reinforce our commitment to open standards, and ensure that the protection of personal privacy is an essential component of digital urban infrastructure. Summaries of their discussions will be made publicly available.



Here's what we've heard you want to discuss!

Well-being and community health

Data-informed decision-making

People-centred planning

Privacy and data governance

Public transit and personal mobility

Greenspace, recreation, and leisure

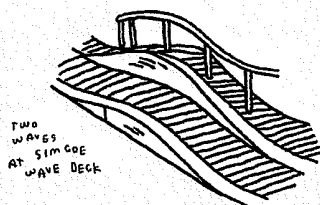
Sustainable, resilient, climate-positive development

Engaged communities

Diversity and inclusion

Entrepreneurship and innovation

Housing quality and affordability



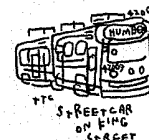
Coming in February and March 2018!

THROUGHOUT FEBRUARY & MARCH

The first in a number of stakeholder advisory panel meetings will take place around important topics such as affordable housing, sustainability, public realm, and privacy.

FEBRUARY 12

Invitations to join the Sidewalk Toronto Reference Panel are mailed to over 10,000 randomly selected households.



FEBRUARY 20 - MARCH 9

Applications open for the Sidewalk Toronto Fellows Program.

FEBRUARY 26

Neighbourhood meetings begin.



MARCH 1

Enrolment opens for the YMCA-Sidewalk Toronto Summer Kids Camp.

MARCH 20

The first public roundtable meeting will offer a chance to learn about and provide feedback on the work plan to develop the Sidewalk Toronto Master Innovation and Development Plan.

MARCH 27

The first Sidewalk Toronto Talk will explore "The Future of Complete Streets."



Our commitment to inclusion and access

It's our job to remove whatever barriers we can that might make it difficult for you to contribute your voice and perspective. We will provide transit, eldercare, and childcare subsidies as well as modest stipends on request. If there's an event you would like to attend or material you would like to access, and need our assistance, please contact us at hello@sidewalktoronto.ca

Our commitment to Indigenous engagement

This project offers a unique opportunity to engage in new ways on Indigenous issues with the Mississaugas of the New Credit First Nation. We look forward to working with the Mississaugas of the New Credit First Nation and urban Indigenous communities on this plan.

Want to know the when, where, and what?

It's all at sidewalktoronto.ca

Follow us @sidewalktoronto  

Join our newsletter at sidewalktoronto.ca

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: March 23, 2018 3:33 PM
To: [REDACTED] George Zegarac (george.zegarac@ontario.ca); Campbell, Glenn (INFC); John Livey
Cc: [REDACTED] David Stonehouse; Ron Ahluwalia (ron.ahluwalia@ontario.ca); Singbush, Bruce (MOI); Carol Mercer; [REDACTED] Burton, Mike (INFC); Nassif, Marie-Pier (INFC); Geerts, Line (INFC)
Subject: RE: Quayside Executive Steering Committee March 26, 2018

Hello –

Please note that we must unfortunately **reschedule** Monday afternoon's Quayside Executive Steering Committee meeting. Our office will reach out early next week to find a time suitable for all in the very near future.

Apologies for the short notice.



[REDACTED] | [REDACTED] **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [REDACTED]
 | [REDACTED] www.waterfronttoronto.ca



WATERFRONTToronto

From: [REDACTED]
Sent: Wednesday, March 21, 2018 4:18 PM
To: [REDACTED]; [REDACTED]
 [REDACTED] George Zegarac (george.zegarac@ontario.ca) <george.zegarac@ontario.ca>; Campbell, Glenn (INFC) <glenn.campbell@canada.ca>; John Livey [REDACTED]
Cc: [REDACTED]; [REDACTED]
 [REDACTED]; [REDACTED] David Stonehouse
 [REDACTED]; Ron Ahluwalia (ron.ahluwalia@ontario.ca) <ron.ahluwalia@ontario.ca>; Singbush, Bruce (MOI) <Bruce.Singbush@ontario.ca>; Carol Mercer <carol.mercer@ontario.ca>; [REDACTED]
 [REDACTED]; Burton, Mike (INFC) <mike.burton@canada.ca>; Marie-Pier Nassif (marie-pier.nassif@canada.ca) <marie-pier.nassif@canada.ca>
Subject: Quayside Executive Steering Committee March 26, 2018

Hello all,

Please find attached materials for the upcoming Quayside Executive Steering Committee scheduled for Monday March 26th from 3-4:30 at Waterfront Toronto's offices.

Please find attached the following materials:

1. Agenda
2. QESC Governance
 - i. Approval of Terms of Reference
 - ii. Committee Membership
 - iii. Org Chart
3. Memo – Quayside Project Governance
4. Quayside Planned Development Agreement Update Memo
 - a. Appendix A – PDA Approval Timeline
5. Update Presentation - Master Innovation and Development Plan (MIDIP) Scope
6. Public Engagement Update

Thanks

Waterfront Toronto | 1310-20 bay street | toronto ON M5J 2N8 |

| www.waterfronttoronto.ca



WATERFRONTToronto

Pichette, Chanelle (INFC)

From: [REDACTED]
Sent: April 23, 2018 1:43 PM
To: Campbell, Glenn (INFC); Peets, Gerard (INFC)
Cc: [REDACTED] Nassif, Marie-Pier (INFC); Grover, Shawn (INFC)
Subject: RE: Quayside Summit #2

Excellent. Glad there will be federal representation.

I will forward agenda as soon as I get it along with video conferencing/dial in details.

Shawn – if you can join by Google meet I think that would be the best option to ensure you can see the presentation materials and only requires you to have a laptop.

Details to follow shortly.

[REDACTED]
From: Campbell, Glenn (INFC) <glenn.campbell@canada.ca>
Sent: Monday, April 23, 2018 11:02 AM
To: [REDACTED]; Peets, Gerard (INFC) <gerard.peets@canada.ca>
Cc: [REDACTED]; Nassif, Marie-Pier (INFC) <marie-pier.nassif@canada.ca>; Grover, Shawn (INFC) <shawn.grover@canada.ca>
Subject: Re: Quayside Summit #2

[REDACTED] Shawn Grover from our office at Infrastructure Canada will join the meeting tomorrow. Would welcome more information on agenda and materials in advance.

Best regards,
Glenn

Glenn Campbell
[REDACTED]

613 941-0722 (w)

From: [REDACTED]
Sent: Tuesday, April 17, 2018 12:54 PM
To: Campbell, Glenn (INFC); Peets, Gerard (INFC)
Cc: [REDACTED]; Nassif, Marie-Pier (INFC)
Subject: Quayside Summit #2

Glenn, Gerard -

Apologies for the short notice but we wanted to extend an invitation to a summit meeting we are having next week with both Waterfront Toronto and Sidewalk Labs. This all-day meeting will be taking place on Tuesday April 24th at the Daniel Spectrum Building in Regent Park (585 Dundas Street East, 3rd Floor (Meeting Room #2). I will forward the meeting invite under sperate cover.

We can accommodate video conferencing if you are unable able to make the trip down from Ottawa. .

The final agenda has not been finalized yet, however, it is an opportunity for you to hear updates on the work that has been progressing under the pillar leads including: Sustainability, Affordability, Mobility etc. These groups will be providing debriefs on how their work is progressing in the morning. The afternoon is currently scheduled to be more focused on strategy and implementation.

You are welcome to join all or part of the meeting as you are able.

Happy to discuss further.



[Redacted] **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [Redacted]
[Redacted] www.waterfronttoronto.ca



WATERFRONTToronto

Pichette, Channele (INFC)

From: [REDACTED]
Sent: June 28, 2018 11:35 AM
To: Chan, David (ENERGY) (David.Chan@ontario.ca); [REDACTED] Nassif, Marie-Pier (INFC)
Cc: [REDACTED]
Subject: Waterfront Toronto's Audited Financial Statements for FY ended March 31, 2018
Attachments: Mar 31 2018 Audited Financial Statements (French version).pdf; March 31 2018 Audited Financial Statements (English version).pdf

Hi All,

Please see attached Waterfront Toronto's audited financial statements (English and French versions) for the Fiscal Year ended March 31, 2018.

Thanks,

[REDACTED]

[REDACTED] **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [REDACTED]
[REDACTED] www.waterfronttoronto.ca



WATERFRONTToronto

États financiers de

Société de revitalisation du secteur riverain de Toronto
(faisant affaire sous le nom de Waterfront Toronto)

Au 31 mars 2018

Société de revitalisation du secteur riverain de Toronto

Au 31 mars 2018

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Notes complémentaires aux états financiers.....	7-18



Responsabilité de la direction pour les états financiers

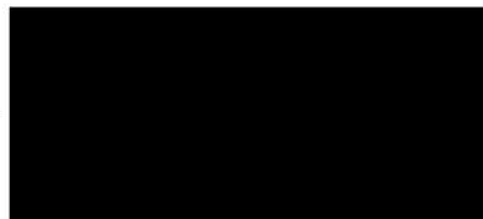
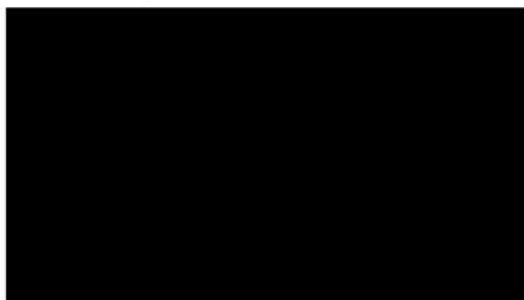
28 juin 2018

La direction est responsable de l'intégrité et de l'objectivité des états financiers ci-joints de Société de revitalisation du secteur riverain de Toronto (la « Société »). Ces états financiers ont été préparés conformément aux normes comptables canadiennes pour le secteur public établies par Comptables professionnels agréés du Canada (CPA Canada). Les principales méthodes comptables de la Société sont décrites à la note 2 aux états financiers.

La direction est également responsable du maintien du système de contrôle interne conçu pour fournir une assurance raisonnable que les actifs sont protégés, que les transactions sont autorisées et comptabilisées correctement, et que l'information financière fiable est disponible pour la préparation des états financiers.

La direction rencontre les auditeurs externes, les comités de finances, d'audit et de gestion des risques et le Conseil d'administration pour réviser les états financiers et pour discuter des rapports financiers ou contrôles internes significatifs avant l'approbation des états financiers.

Les états financiers ont été audités par BDO Canada s.r.l./S.E.N.C.R.L./LLP, les auditeurs externes indépendants désignés par le Conseil d'administration. Le rapport de l'auditeur indépendant ci-joint décrit les responsabilités de la direction, les responsabilités de l'auditeur, la portée de son examen et de son opinion sur les états financiers de la Société.



Rapport de l'auditeur indépendant

Au conseil d'administration de la Société de revitalisation du secteur riverain de Toronto

Nous avons effectué l'audit des états financiers ci-joints de la Société de revitalisation du secteur riverain de Toronto, qui comprennent l'état de la situation financière au 31 mars 2018, et les états des résultats, des gains et pertes de réévaluation, de l'évolution de l'actif net et des flux de trésorerie pour l'exercice terminé à cette date, ainsi qu'un résumé des principales méthodes comptables et d'autres informations explicatives.

Responsabilité de la direction pour les états financiers

La direction est responsable de la préparation et de la présentation fidèle de ces états financiers conformément aux Normes comptables canadiennes pour le secteur public, ainsi que du contrôle interne qu'elle considère comme nécessaire pour permettre la préparation d'états financiers exempts d'anomalies significatives, que celles-ci résultent de fraudes ou d'erreurs.

Responsabilité de l'auditeur

Notre responsabilité consiste à exprimer une opinion sur les états financiers, sur la base de notre audit. Nous avons effectué notre audit selon les normes d'audit généralement reconnues du Canada. Ces normes requièrent que nous nous conformions aux règles de déontologie et que nous planifions et réalisons l'audit de façon à obtenir l'assurance raisonnable que les états financiers ne comportent pas d'anomalies significatives.

Un audit implique la mise en œuvre de procédures en vue de recueillir des éléments probants concernant les montants et les informations fournis dans les états financiers. Le choix des procédures relève du jugement de l'auditeur, et notamment de son évaluation des risques que les états financiers comportent des anomalies significatives, que celles-ci résultent de fraudes ou d'erreurs. Dans l'évaluation de ces risques, l'auditeur prend en considération le contrôle interne de l'entité portant sur la préparation et la présentation fidèle des états financiers afin de concevoir des procédures d'audit appropriées aux circonstances, et non dans le but d'exprimer une opinion sur l'efficacité du contrôle interne de l'entité. Un audit comporte également l'appréciation du caractère approprié des méthodes comptables retenues et du caractère raisonnable des estimations comptables faites par la direction, de même que l'appréciation de la présentation d'ensemble des états financiers.

Nous estimons que les éléments probants que nous avons obtenus sont suffisants et appropriés pour fonder notre opinion d'audit.

Opinion

À notre avis, les états financiers donnent, dans tous leurs aspects significatifs, une image fidèle de la situation financière de la Société de revitalisation du secteur riverain de Toronto au 31 mars 2018, ainsi que des résultats de ses activités et de ses flux de trésorerie pour l'exercice terminé à cette date, conformément aux Normes comptables canadiennes pour le secteur public.

Comptables professionnels agréés, experts-comptables autorisés
Mississauga (Ontario)
28 juin 2018

Société de revitalisation du secteur riverain de Toronto
État de la situation financière
au 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Actif		
Court terme		
Encaisse (Note 9)	42 189 860	16 966 265
Placements à court terme	17 131 766	15 052 356
Débiteurs (Note 3)	2 181 400	18 072 577
Dépôts et charges payées d'avance et autres actifs (Note 4)	7 442 441	4 785 015
	68 945 467	54 876 213
Encaisse et placements affectés (Note 5)	12 496 396	11 484 278
Actifs en voie d'aménagement (Note 6)	346 825 441	300 135 354
Immobilisations (Note 7)	88 725 244	87 699 936
Autres éléments d'actif (Note 8)	34 181	26 625
	517 026 729	454 222 406
Passif et actifs nets		
Court terme		
Créditeurs et charges à payer (Note 10)	21 848 815	6 700 489
Apports reportés (Note 11)	57 429 281	45 446 291
Autres passifs et obligations (Note 12)	1 084 505	466 631
	80 362 601	52 613 411
Autres passifs et obligations (Note 12)	4 688 183	5 491 844
	85 050 784	58 105 255
Actifs nets (Note 13)	431 975 945	396 117 151
	517 026 729	454 222 406

Les notes complémentaires font partie intégrante des états financiers.



Administrateur

Administrateur

Société de revitalisation du secteur riverain de Toronto
État des résultats
au 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Produits		
Ville de Toronto	49 006 608	5 804 106
Autres apports affectés	3 209 591	4 027 662
Province de l'Ontario	-	4 000 000
	52 216 199	13 831 768
Moins : Apports du gouvernement pour actifs en voie d'aménagement	(35 733 103)	(11 471 822)
Augmentation (diminution) des apports reportés pour la continuité des opérations reliés aux exercices futurs	(11 982 990)	12 896 550
	4 500 106	15 256 496
Charges (Note 14)		
Initiatives stratégiques	4 110 060	4 882 400
Ensemble des localités	2 725 101	7 934 825
Eastern Waterfront Transit	1 195 769	827 720
Lieux publics	467 743	699 530
	8 498 673	14 344 475
Insuffisance (excédent) des produits sur les charges pour l'exercice	(3 998 567)	912 021
Autres produits de fonctionnement nets (Note 17)	2 595 916	2 148 935
Autres produits sur disposition de terrain (Note 18)	1 520 328	3 326 343
Excédent des produits sur les charges	117 677	6 387 299

Les notes complémentaires font partie intégrante des états financiers.

Toronto Waterfront Revitalization Corporation
État des gains et pertes de réévaluation
Exercice terminé le 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Cumul des gains de réévaluation, au début de l'exercice	127 371	1 635
Gains non réalisés (pertes non réalisées) attribuables à :		
Conversion des devises	190 043	-
Placements à court terme	(182 029)	125 736
Gains nets de réévaluation pour l'exercice	8 014	125 736
Cumul des gains de réévaluation, à la fin de l'exercice	135 385	127 371

État de l'évolution de l'actif net
Exercice terminé le 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Actif net, au début de l'exercice	396 117 151	404 781 843
Plus : Excédent des produits sur les charges	117 677	6 387 299
Plus : Gains nets de réévaluation	8 014	125 736
Moins : Transfert d'actifs au gouvernement	-	(26 649 549)
Plus : Apports du gouvernement pour actifs en voie d'aménagement	35 733 103	11 471 822
Actif net, à la fin de l'exercice	431 975 945	396 117 151

Les notes complémentaires font partie intégrante des états financiers.

Société de revitalisation du secteur riverain de Toronto

État des flux de trésorerie

Exercice terminé le 31 mars 2018

	31 mars 2018 \$	31 mars 2017 \$
Flux de trésorerie liés aux activités de fonctionnement		
Rentrées de fonds :		
Apports non affectés liés aux activités de fonctionnement	17 797 717	12 063 680
Apports du gouvernement et autres apports affectés liés aux activités de fonctionnement	7 311 432	13 339 336
Rabais sur les taxes de vente	2 137 055	2 844 370
Revenus de location nets reçus liés aux activités de fonctionnement	1 754 451	2 276 602
Revenus de placement reçus liés aux activités de fonctionnement	294 073	116 685
	29 294 728	30 640 673
Sorties de fonds :		
Charges de planification et de mise en place	(18 061 049)	(11 843 197)
Frais de soutien aux projets	(8 703 568)	(8 105 228)
Paievements de transfert	(540 730)	(788 500)
	(27 305 347)	(20 736 925)
Rentrées de fonds nettes liées aux activités de fonctionnement	1 989 381	9 903 748
Flux de trésorerie liés aux activités d'investissement en immobilisations		
Apports en encaisse du gouvernement pour actifs en voie d'aménagement	46 717 433	16 962 658
Sorties de fonds pour l'acquisition d'actifs en voie d'aménagement	(20 481 855)	(15 210 574)
Sorties de fonds pour l'acquisition d'immobilisations	(602 433)	(321 717)
Rentrées de fonds nettes liées aux activités d'investissement en immobilisations	25 633 145	1 430 367
Flux de trésorerie liés aux activités de placement		
Sorties de fonds pour l'achat de valeurs mobilières supplémentaires	(2 389 564)	(1 621 362)
Placements d'encaisse affectée	(9 368)	86 430
Rentrées de fonds pour le rachat de placements à court terme	-	1 000 000
Sorties de fonds nettes liées aux activités de placement	(2 398 931)	(534 932)
Augmentation de la trésorerie	25 223 595	10 799 183
Encaisse, au début de l'exercice	16 966 265	6 167 082
Encaisse, à la fin de l'exercice	42 189 860	16 966 265

Les notes complémentaires font partie intégrante des états financiers.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

1. Nature des opérations

La Société de revitalisation du secteur riverain de Toronto (la « Société ») a été constituée le 1^{er} novembre 2001 en vertu des lois de l'Ontario et son seul actionnaire est la Province de l'Ontario.

En vertu de la *Loi de 2002 sur la Société de revitalisation du secteur riverain de Toronto* (la « Loi ») la Société a poursuivi ses opérations à titre de société sans capital-actions à compter du 15 mai 2003. La Société est réputée ne pas être un organisme de la Couronne au sens de la *Loi sur les organismes de la Couronne*.

En vertu de la Loi, les objectifs de la Société sont les suivants :

- a) Mettre en œuvre un programme qui accroît la valeur économique, sociale et culturelle des biens-fonds situés dans le secteur riverain désigné et qui crée un secteur riverain accessible et dynamique pour le logement, le travail et les loisirs, et ce, d'une façon respectueuse de l'environnement et financièrement saine.
- b) Faire en sorte que l'aménagement continu du secteur riverain désigné se poursuive de manière autosuffisante sur le plan financier.
- c) Promouvoir et encourager la participation du secteur privé à l'aménagement du secteur riverain désigné.
- d) Encourager le public à formuler des observations au sujet de l'aménagement du secteur riverain désigné.
- e) Se livrer aux autres activités que prescrivent les règlements.

2. Principales méthodes comptables

a) Référentiel comptable

Les états financiers ont été préparés conformément aux Normes comptables canadiennes pour les organismes sans but lucratif du secteur public, notamment à l'aide des chapitres de la série 4200 des normes figurant dans le manuel de Comptables professionnels agréés (CPA) du Canada.

b) Comptabilisation des produits

La Société suit la méthode du report pour comptabiliser les apports affectés. Selon cette méthode, les apports affectés sont comptabilisés à titre de produits au cours de l'exercice pendant lequel les frais connexes sont engagés. Les apports affectés pour lesquels les restrictions connexes demeurent incomplètes sont comptabilisés à titre d'apports reportés.

Les apports utilisés pour l'achat d'immobilisations amorties sont reportés et amortis en tant que produits à un taux correspondant au taux d'amortissement pour les immobilisations connexes. Les apports pour l'achat d'immobilisations non amorties, telles qu'un terrain, et d'actifs en voie d'aménagement qui seront transférés aux gouvernements une fois achevés sont comptabilisés à titre d'apports directs dans l'actif net.

Selon les ententes relatives aux apports, les apports du gouvernement peuvent seulement être appliqués contre les paiements des coûts admissibles à l'égard des activités de projet définies dans ces ententes. Les apports non affectés, tels que les autres éléments de fonctionnement, sont comptabilisés comme produits dans la période courante.

En plus des apports, la Société dispose de plusieurs autres sources de produits, qui sont comptabilisés comme suit :

(i) **Exploitation d'immeubles** : Les produits tirés de l'exploitation d'immeubles comprennent principalement les revenus locatifs tirés d'activités de location et de stationnement. Les revenus de stationnement sont comptabilisés au point de service selon la méthode de comptabilité de caisse. Les revenus d'immeubles locatifs sont comptabilisés au moment où ils sont gagnés au cours du bail du locataire. Waterfront Toronto a conservé pratiquement tous les avantages et les risques inhérents à la propriété des immeubles qu'il loue et, par conséquent, comptabilise les baux avec ses locataires comme contrats de location-exploitation. Les revenus locatifs comprennent le recouvrement des dépenses de fonctionnement, y compris l'impôt foncier, la taxe sur le capital et d'autres impôts et taxes similaires. Les recouvrements de dépenses de fonctionnement sont comptabilisés au cours de la période où ils sont imputés aux locataires.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

2. Principales méthodes comptables (suite)

(ii) **Vente de terrains** : Le gain ou la perte de la vente de biens immobiliers appartenant à la Société est comptabilisé au moment où le titre est transféré à l'acheteur (le contrôle est transféré) à la clôture de la transaction, soit au moment où pratiquement tous les fonds sont reçus ou à recevoir et que les autres conditions de vente sont remplies.

(iii) **Accords de prestation** : La Société a conclu certains accords liés à la prestation de services de gestion et d'aménagement de construction. En vertu de ces accords, la Société facture les coûts admissibles aux clients à mesure qu'ils sont encourus. Les revenus liés à ces accords sont comptabilisés à leur facturation, c'est-à-dire lorsque les coûts peuvent faire l'objet d'une estimation raisonnable et que leur recouvrement est raisonnablement assuré.

c) Instruments financiers

Les instruments financiers sont comptabilisés au coût lorsqu'ils sont acquis, à l'exception des apports, qui sont comptabilisés à la juste valeur. Ultérieurement, les placements cotés sur un marché actif sont comptabilisés à la juste valeur, et les gains ou les pertes non réalisés sont comptabilisés à l'état des gains et pertes de réévaluation. Tous les autres instruments financiers sont comptabilisés au coût ou au coût après amortissement, s'il y a lieu. Les actifs financiers font l'objet d'un test de dépréciation lorsque des changements de situation indiquent la possibilité d'une dépréciation de l'actif. Les coûts de transaction liés à l'acquisition, à la vente ou à l'émission d'instruments financiers sont comptabilisés en charges pour les éléments réévalués à la juste valeur à la date de chaque état de la situation financière et imputés à l'instrument financier pour ceux qui sont évalués au coût après amortissement.

Les instruments financiers qui sont ultérieurement évalués à la juste valeur sont regroupés par niveau, de 1 à 3, selon le degré auquel la juste valeur est observable :

(i) **Niveau 1** : évaluations de la juste valeur dérivées des prix cotés (non redressés) sur des marchés actifs pour des actifs ou des passifs identiques utilisant le dernier cours du marché;

(ii) **Niveau 2** : évaluations de la juste valeur dérivées des données autres que les prix cotés qui sont inclus dans le niveau 1 et observables pour l'actif ou le passif, que ce soit directement (c.-à-d., les prix) ou indirectement (c.-à-d., dérivés des prix);

(iii) **Niveau 3** : évaluations de la juste valeur dérivées des méthodes d'évaluation qui comprennent les données de l'actif ou passif et qui ne sont pas basées sur des données du marché observables (données non observables).

Les placements à court terme sont composés de certificats de placement garanti (CPG) et d'obligations encaissables et arrivant à échéance en décembre 2019. Les CPG sont classés au niveau 1 du fait que leur juste valeur est fondée sur des prix cotés sur des marchés actifs pour des actifs identiques. Les obligations encaissables sont classées au niveau 2 du fait que leur juste valeur est fondée sur des données autres que les prix cotés qui sont inclus dans le niveau 1 et observables pour l'actif, que ce soit directement ou indirectement. Il n'y a eu aucun transfert entre le niveau 1, le niveau 2 et le niveau 3.

d) Paiements de transfert et subventions

La Société a conclu des ententes avec de tierces parties qui sont responsables de gérer divers projets dans le secteur riverain de Toronto. Les dépenses liées à ces projets sont comptabilisées dans l'état des résultats comme paiements de transfert et subventions. Selon les modalités de ces ententes, la Société n'assume pas la propriété ou l'exploitation continue de ces projets au cours de leur aménagement ou à leur achèvement.

e) Répartition des frais de soutien généraux

La Société engage certains frais de soutien généraux communs à l'administration de l'organisation et chacun de ses projets. Les frais de soutien sont engagés pour soutenir les secteurs fonctionnels de la construction et de la mise en place, de la planification, de la conception et des approbations et de la gestion de projets. Les frais sont affectés à l'aide d'un coefficient d'imputation des coûts indirects, lequel est fondé sur les frais de soutien généraux par rapport aux frais de main-d'œuvre directe.

f) Impôts sur le revenu

La Société est exonérée des impôts sur le revenu en vertu de l'alinéa 149(1) d.3) de la *Loi de l'impôt sur le revenu* (Canada) et est admissible à un remboursement d'environ 86,5 % de la TVH payée sur les biens et services acquis en vertu de l'alinéa 123(1) b) de la *Loi sur la taxe d'accise*. La Société est inscrite auprès de l'Agence du revenu du Canada comme donataire reconnu et peut délivrer des reçus officiels pour les dons ainsi que recevoir des dons d'organismes de bienfaisance enregistrés.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

2. Principales méthodes comptables (suite)

g) Actifs en voie d'aménagement

Les actifs en voie d'aménagement représentent les investissements en actifs dont la Société a reçu le mandat de développer en vertu d'un accord et est le propriétaire réel ou bénéficiaire durant la phase d'aménagement. En ce qui concerne les terrains en voie d'aménagement dans cette catégorie, on comptabilise tous les coûts liés à la préparation d'un terrain pour l'aménagement, notamment les coûts associés à l'embauche d'un promoteur, au rezonage et à la gestion et au traitement du sol.

Lorsqu'un actif est quasi-achevé, il peut être transféré au gouvernement visé, qui en assume la propriété et l'exploitation continue, transféré aux immobilisations s'il s'agit d'un actif dont la Société conserve la propriété réelle ou bénéficiaire, ou vendu à un tiers. Le transfert d'un actif à un gouvernement est considéré comme une opération avec une partie apparentée et la différence entre le coût et les produits est comptabilisée directement dans l'actif net. Les gains ou pertes découlant de la vente d'actifs à un tiers sont comptabilisés dans l'état des résultats.

Les actifs en voie d'aménagement sont comptabilisés au coût, ne sont pas amortis et comprennent à la fois les coûts directs du projet ainsi que les coûts indirects directement attribuables à l'actif en voie d'aménagement.

h) Immobilisations

Les immobilisations sont comptabilisées au coût moins l'amortissement cumulé. Toutefois, les terrains ne sont pas amortis. L'amortissement des immobilisations, déduction faite de la valeur résiduelle, est calculé selon la méthode de l'amortissement linéaire, d'après la durée de vie utile estimative de celles-ci, comme suit :

Stationnement	10 ans
Matériel informatique et logiciels	3 ans
Améliorations locatives	5 ans
Matériel et équipement	5 ans
Mobilier de bureau	5 ans

Les coûts engagés pour accroître le potentiel de service d'une immobilisation, y compris un terrain, correspondent à une amélioration et sont capitalisés. Les frais de réparation et d'entretien sont passés en charges. Lorsque une immobilisation corporelle ne permet plus à la Société de fournir des services ou que la valeur des avantages économiques futurs de l'immobilisation est inférieure à sa valeur nette comptable, la valeur comptable de l'immobilisation est réduite pour tenir compte de la baisse de valeur de l'actif.

(i) Utilisation d'estimations

La préparation d'états financiers exige que la direction établisse des estimations et des hypothèses qui ont une incidence sur les actifs et les passifs comptabilisés et sur la présentation des actifs et des passifs éventuels aux dates des états financiers et des montants des revenus et des dépenses comptabilisés durant l'exercice. Les résultats réels pourraient différer de ces estimations. Les estimations les plus importantes concernent l'amortissement et la perte de valeur des immobilisations, les frais courus, les produits reportés et le passif au titre des prestations constituées.

j) Fiducies sous administration

Les fiducies administrées par la Société ne sont pas consolidées dans les états financiers, car elles ne sont pas contrôlées par cette dernière.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

3. Débiteurs

	31 mars 2018	31 mars 2017
	\$	\$
TVH à recevoir	1 182 501	162 480
Loyers et autres débiteurs	998 899	1 787 386
Vente de stationnement (Note 18)	-	11 687 382
Débiteurs des promoteurs	-	4 000 000
Ville de Toronto	-	435 329
	2 181 400	18 072 577

4. Dépôts et frais payés d'avance

	31 mars 2018	31 mars 2017
	\$	\$
Dépôts affectés à la construction	4 464 939	4 464 939
Frais payés d'avance	2 959 506	287 610
Tranche à court terme des frais payés d'avance et des loyers à recevoir (Note 8)	17 996	32 467
	7 442 441	4 785 015

La Société a remis à la ville de Toronto (la « Ville ») et à Hydro Toronto des dépôts affectés à la construction pour garantir la bonne exécution, l'achèvement des travaux et les obligations connexes nécessaires à la construction d'infrastructures municipales et hydroélectriques par la Société. Les dépôts affectés à la construction seront retournés à Waterfront Toronto à l'échéance de certaines périodes d'exécution et de garantie. Les dépôts affectés à la construction versés à la Ville de 2 181 199 \$ (2017 - 2 181 199 \$) ne portent aucun intérêt; les dépôts affectés à la construction impayés par Hydro Toronto de 2 283 740 \$ (2017 - 2 283 740 \$) seront remis à la Société avec des intérêts calculés au taux de base des prêts aux entreprises de la Banque du Canada moins deux pour cent.

5. Encaisse et placements affectés

La Société a reçu des dépôts soumis à des restrictions qui empêchent son utilisation à des fins d'exploitation et qui sont ventilés ci-dessous :

	31 mars 2018	31 mars 2017
	\$	\$
Art civique East Bayfront	3 174 803	3 130 500
Dépôt - Services d'Internet à haut débit	2 803 370	2 803 370
Dépôt - Accord relatif au projet Bayside	2 155 938	2 125 852
Fonds de garantie West Don Lands	1 574 638	1 574 638
Centre de soins pour enfants East Bayfront	1 468 641	1 448 147
Retenues de garantie à payer (TVH incluse)	1 101 631	110 129
Compte de garantie bloqué - Aménagement de River City	217 375	291 642
	12 496 396	11 484 278

Le fonds de garantie West Don Lands de 1 574 638 \$ représente une garantie financière pour l'infrastructure municipale nécessaire à la phase 1 d'aménagement du quartier West Don Lands et sera retourné à Waterfront Toronto au cours de l'exercice 2018-2019.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

6. Actifs en voie d'aménagement

Le tableau suivant représente le détail des actifs en voie d'aménagement par catégorie :

	31 mars 2018	31 mars 2017
	\$	\$
Routes, biens du domaine public et services publics	255 207 795	244 640 810
Terrains en voie d'aménagement	73 929 074	39 838 237
Parcs	17 688 572	15 656 307
	346 825 441	300 135 354

Le tableau suivant représente le détail des actifs en voie d'aménagement par quartier :

	Ensemble des localités	Port Lands	Espaces publics	Quayside	Total
	\$	\$	\$	\$	\$
Solde d'ouverture, 1 ^{er} avril 2017	288 445 905	1 464 729	8 952 201	1 272 519	300 135 354
Augmentation des immobilisations	9 891 719	27 637 370	1 155 877	882 711	39 567 676
Gestion de projet directe - Note 14	1 102 710	829 300	247 336	783 194	2 962 540
Frais généraux et de soutien - Note 14	1 498 725	1 299 854	326 722	1 034 570	4 159 871
Solde, 31 mars 2018	300 939 059	31 231 253	10 682 136	3 972 994	346 825 441

Il n'y a eu aucun transfert d'actifs achevés au cours de l'exercice terminé le 31 mars 2018.

7. Immobilisations

	31 mars 2018		31 mars 2017	
	Coût	Amortissement cumulé	Coût	Amortissement cumulé
	\$	\$	\$	\$
Terrains	87 305 565	-	87 305 565	-
Matériel informatique et logiciels	4 178 438	3 033 392	3 224 739	2 874 875
Améliorations locatives	963 034	698 138	720 569	681 895
Matériel et équipement	669 843	660 215	665 537	660 040
Mobilier de bureau	269 054	268 945	269 054	268 718
	93 385 934	4 660 690	92 185 464	4 485 528
Coût moins amortissement cumulé		88 725 244		87 699 936

Les terrains sont comptabilisés au coût selon les principales méthodes comptables. Un terrain en particulier, sous le nom de Quayside, compte environ 2 700 000 pieds carrés classés comme zone d'aménagement.

La Société possède du terrain soumis à une contamination environnementale. Les coûts associés à la remise en état des terrains, qui dépend de l'utilisation finale des terrains, seront comptabilisés dans la période où naît l'obligation.

La Société possède des immeubles sur plusieurs de ses propriétés. Comme ils sont tous destinés à la démolition, et qu'aucun d'entre eux n'est destiné à un usage autre que la location temporaire, ils sont inscrits à une valeur comptable de néant \$ (2017 - néant \$).

8. Autres éléments d'actif

	31 mars 2018	31 mars 2017
	\$	\$
Débiteurs des promoteurs	-	26 625
Frais payés d'avance et loyers à recevoir	52 177	32 467
	52 177	59 092
Moins : Tranche à court terme (Note 4)	(17 996)	(32 467)
	34 181	26 625

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

9. Facilité de crédit

En 2015, la Société a obtenu une facilité de crédit renouvelable dont le montant d'emprunt maximal est de 40 millions de dollars. Cette facilité porte intérêt au taux préférentiel du Canada moins 0,25 %. Au 31 mars 2018, le taux d'intérêt était de 3,20 % (2017 - 2,45 %). La facilité est garantie par une sûreté de premier rang sur plusieurs biens immobiliers de la Société situés dans la ville de Toronto ainsi qu'un contrat de sûreté générale et par une entente de sécurité générale créant une charge de premier rang sur les biens de la Société obtenus autrement que par un accord de contribution, y compris les débiteurs. Au 31 mars 2018, la limite d'emprunt autorisée était de 37 millions de dollars à la suite d'une lettre de crédit émise par Waterfront Toronto au cours de l'exercice pour le ministère des Pêches et des Océans pour les projets Stormwater et Lakefilling.

En vertu du contrat de financement en vigueur, la Société est soumise à une clause restrictive. Selon les modalités de la facilité de crédit renouvelable, la Société doit s'assurer que la valeur d'expertise la plus récente pour les propriétés garantissant la facilité doit couvrir au minimum 150 % de son encours. Au 31 mars 2018, la Société est en conformité avec cette clause restrictive, et s'attend à le demeurer pour les 12 mois suivants.

10. Crédoeurs et frais courus

	31 mars 2018	31 mars 2017
	\$	\$
Frais courus	17 946 776	5 555 936
Créditeurs	2 905 404	1 047 093
Retenues de garantie à payer	996 635	97 460
	21 848 815	6 700 489

11. Apports reportés

Les apports reportés représentent des apports du gouvernement pour des projets spécifiques, qui au 31 mars 2018, n'ont pas été appliqués à des coûts admissibles ainsi que des apports reçus pour l'acquisition d'immobilisations qui n'ont pas encore été amorties.

	31 mars 2018	31 mars 2017
	\$	\$
Charges d'exercices futurs		
Solde, au début de l'exercice	45 051 919	50 925 223
Apports additionnels	16 658 257	2 235 715
Moins : Montants comptabilisés à titre de produits	(4 324 944)	(8 109 019)
Solde, à la fin de l'exercice	57 385 232	45 051 919
Apports liés aux immobilisations		
Solde, au début de l'exercice	394 372	7 417 618
Plus : Apports pour l'acquisition d'immobilisations et d'actifs en voie d'aménagement	35 557 942	11 596 053
Moins : Apports directs à l'actif net	(35 733 103)	(11 471 822)
Moins : Montants imputés aux produits	(175 162)	(7 147 477)
Solde, à la fin de l'exercice	44 049	394 372
	57 429 281	45 446 291

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

12. Autres passifs et obligations

Les autres passifs et obligations représentent principalement les dépôts de garantie et les dépôts aux promoteurs.

	31 mars 2018	31 mars 2017
	\$	\$
Dépôt - Services d'Internet à haut débit	2 525 038	2 989 064
Dépôt - Accord relatif au projet Bayside	2 163 145	2 131 658
Dépôt - Loyers et autres	1 084 505	466 631
Passif au titre des prestations constituées	-	371 122
Total des autres passifs	5 772 688	5 958 475
Moins : Tranche à court terme	(1 084 505)	(466 631)
	4 688 183	5 491 844

13. Actif net

a) L'actif net inscrit à l'état de la situation financière se compose des éléments suivants :

	31 mars 2018	31 mars 2017
	\$	\$
Montants investis en immobilisations (net des apports reportés liés aux immobilisations)	87 305 565	87 305 565
Montants investis en actifs en voie d'aménagement	346 825 441	300 135 354
Surplus (déficit) non affecté (Note 13b)	(2 290 446)	8 548 861
Cumul des gains de réévaluation	135 385	127 371
	431 975 945	396 117 151

b) Excédent non affecté (insuffisance non affectée)

	31 mars 2018	31 mars 2017
	\$	\$
Excédent non affecté (insuffisance non affectée), solde d'ouverture	8 548 861	(1 390 549)
Excédent des produits sur les charges	117 677	6 387 299
Apports liés aux immobilisations - stationnement	-	9 750 638
Transfert aux actifs en voie d'aménagement	(10 956 984)	(6 198 527)
(Insuffisance non affectée) surplus non affecté, fin de l'exercice	(2 290 446)	8 548 861

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

14. Dépenses par quartier et par fonction

	Initiatives stratégiques	Ensemble des localités	Eastern Waterfront Transit	Lieux publics	Quayside	Port Lands	Total 31 mars 2018
	\$	\$	\$	\$	\$	\$	\$
<i>Coûts directement liés aux projets :</i>							
Paiements de transfert et subventions	-	-	-	58 319	-	-	58 319
Coûts de planification et de mise en place de projets	104 537	1 511 521	728 963	315 928	(30)	(154 759)	2 506 161
Gestion de projets - salaires, honoraires et avantages	1 725 775	1 643 695	201 123	287 615	783 194	984 021	5 625 423
Moins gestion de projets - salaires, honoraires et avantages liés aux actifs en voie d'aménagement (Note 6)	-	(1 102 710)	-	(247 336)	(783 194)	(829 300)	(2 962 540)
	1 830 312	2 052 506	930 085	414 526	(30)	(37)	5 227 362
<i>Frais généraux :</i>							
Salaires, honoraires et avantages	1 421 395	1 353 792	165 650	236 888	645 060	810 467	4 633 252
Frais généraux et administratifs	476 551	453 886	55 538	79 421	216 269	271 725	1 553 390
Communications, publicité et relations gouvernementales	196 576	187 227	22 909	32 761	89 211	112 086	640 770
Technologies de l'information	185 225	176 415	21 586	30 869	84 059	105 614	603 769
	2 279 748	2 171 320	265 683	379 939	1 034 599	1 299 892	7 431 181
Moins frais généraux et de soutien liés aux actifs en voie d'aménagement (Note 6)	-	(1 498 725)	-	(326 722)	(1 034 570)	(1 299 854)	(4 159 871)
	4 110 060	2 725 101	1 195 769	467 743	-	-	8 498 673

Les frais généraux pour l'exercice terminé le 31 mars 2018 ont été affectés aux quartiers selon un coefficient d'imputation des coûts indirects généraux de 1,32 (2017 - 1,66) pour chaque dollar de main-d'œuvre directe (gestion de projets - salaires et avantages). Le total des salaires, des honoraires et des avantages pour la Société s'élève à 10 258 675 \$ pour l'exercice terminé le 31 mars 2018 (2017 - 10 411 359 \$), ce qui comprend les salaires, honoraires et avantages directement liés à la gestion de projets de 5 625 423 \$ (2017 - 4 730 643 \$) et les salaires, honoraires et avantages généraux de 4 633 252 \$ (2017 - 5 680 716 \$).

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

14. Dépenses par secteur et par fonction (suite)

	Initiatives stratégiques	Ensemble des localités	Eastern Waterfront Transit	Lieux publics	Quayside	Port Lands	Total 31 mars 2017
	\$	\$	\$	\$	\$	\$	\$
<i>Coûts directement liés aux projets :</i>							
Paiements de transfert et subventions	-	-	-	552 426	-	-	552 426
Coûts de planification et de mise en œuvre de projets	268 059	3 665 110	409 881	(6 449)	(6 758)	(500 772)	3 829 074
Amortissement	-	1 245 675	-	-	-	-	1 245 675
Gestion de projets - salaires, honoraires et avantages	1 731 787	2 296 457	159 265	138 129	217 064	187 942	4 730 643
Moins gestion de projets - salaires, honoraires et avantages liés aux actifs en voie d'aménagement (Note 6)	-	(1 185 506)	(6 523)	(100 416)	(217 064)	-	(1 509 509)
	1 999 846	6 021 736	562 623	583 690	(6 758)	(312 830)	8 848 308
<i>Frais généraux :</i>							
Salaires, honoraires et avantages	2 079 589	2 757 663	191 251	165 870	260 657	225 688	5 680 716
Frais généraux et administratifs	383 879	509 048	35 304	30 619	48 116	41 661	1 048 625
Communications, publicité et relations gouvernementales	216 470	287 052	19 908	17 266	27 133	23 492	591 321
Technologies de l'information	202 617	268 683	18 634	16 161	25 396	21 989	553 480
	2 882 554	3 822 445	265 097	229 916	361 303	312 830	7 874 142
Moins frais généraux et de soutien liés aux actifs en voie d'aménagement (Note 6)	-	(1 909 356)	-	(114 076)	(354 545)	-	(2 377 975)
	4 882 400	7 934 825	827 720	699 530	-	-	14 344 475

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

15. Engagements

Les engagements de la Société en vertu de contrats de location jusqu'au 31 mars 2023 s'élèvent à 4 894 563 \$.

16. Informations à fournir sur les risques

(i) Risque de crédit :

Le risque de crédit est lié à l'encaisse, aux placements à court terme, à l'encaisse et aux placements affectés détenus après de banques et à l'exposition au risque de crédit des gouvernements et des autres débiteurs, notamment les comptes débiteurs. L'exposition maximale au risque de crédit est égale à la valeur comptable (nette des provisions) des actifs financiers. Le risque de crédit de contrepartie est géré dans le but de prévenir les pertes sur des actifs financiers. La Société évalue la solvabilité de ses partenaires de financement et de ses débiteurs en tenant compte de leur situation financière, de leurs antécédents et d'autres facteurs.

(ii) Risque de liquidité :

Le risque de liquidité est le risque par lequel la Société ne puisse pas respecter ses obligations financières. La Société gère son risque de liquidité dans le but de s'assurer qu'elle aura toujours des liquidités suffisantes pour respecter ses engagements au moment où ils sont dus, et ce, sans avoir à subir des pertes inacceptables ou entacher sa réputation. La Société gère son risque de liquidité en exerçant un suivi constant de ses créditeurs et autres éléments de passif, en mettant l'accent sur le recouvrement auprès des débiteurs et en obtenant à l'avance du financement auprès des gouvernements.

(iii) Risque de marché :

Le risque de marché est le risque que des variations des prix du marché, par exemple les taux d'intérêt, influent sur la juste valeur des actifs et passifs comptabilisés ou des flux de trésorerie futurs liés aux activités de la Société. La Société est exposée aux variations des taux d'intérêt, qui pourraient avoir une incidence sur ses revenus d'intérêts sur des placements à court terme. Au 31 mars 2018, si les taux d'intérêt en vigueur avaient augmenté ou diminué de 1 %, mais que toutes les autres variables étaient demeurées constantes, l'excédent des produits sur les charges aurait augmenté ou diminué respectivement de 151 665 \$ (2017 - 84 098 \$).

(iv) **Risque de change :** La Société a des liquidités exprimées en devises étrangères et est exposée au risque de change. L'état de la situation financière comprend une encaisse de 4 638 905 \$ qui a été convertie du montant libellé en dollars américains.

17. Autres produits de fonctionnement nets

	31 mars 2018	31 mars 2017
	\$	\$
Revenus de location, de stationnement et autres	4 382 644	4 450 962
Moins : Frais de fonctionnement	(2 850 393)	(3 125 628)
	1 532 251	1 325 334
Intérêts	841 504	506 835
Autres produits	222 161	316 766
Autres produits de fonctionnement nets	2 595 916	2 148 935

18. Autres produits reliés à la disposition de terrain

Au cours de l'exercice terminé le 31 mars 2018, la Société a reçu un montant de 1 520 328 \$ à titre de paiement de clôture associé à la vente d'un terrain à East Bayfront appartenant à la Ville de Toronto.

	31 mars 2018	31 mars 2017
	\$	\$
Vente de stationnement		
Produit de la vente	-	11 687 382
Moins : Valeur nette comptable	-	(15 679 992)
Moins : Coûts associés à la vente	-	(381 047)
Perte sur vente de stationnement	-	(4 373 657)
Vente du terrain dans East Bayfront	1 520 328	7 700 000
Gain net sur disposition de terrain et stationnement	1 520 328	3 326 343

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

19. Fiducie sous administration

En février 2016, la Société est devenue administrateur du fonds Project Under Gardiner (The Bentway). En vertu d'un protocole d'entente daté du 22 décembre 2015, le coût total prévu du Project Under Gardiner est de 25 000 000 \$ dont la Ville de Toronto versera une tranche de 23 500 000 \$ à la Société aux fins de réalisation du projet. À l'heure actuelle, le coût estimatif du projet est de 26 563 159 \$ en raison du champ d'application élargi conformément à l'entente de livraison conclue entre la Société et la Ville de Toronto dans le cadre des projets Events Dock et Garisson de même que l'accord relatif au projet Bentway Conservancy. Au 31 mars 2018, la Société avait reçu 25 078 515 \$.

Au cours de l'exercice terminé le 31 mars 2018, le total des coûts de la Société liés à la gestion du Project Under Gardiner s'élevait à 237 196 \$ pour les charges directes de paie. De ce montant, 180 000 \$ a été imputé au fonds (se reporter aux frais de gestion de projets, ci-dessous) et le solde restant, soit 57 196 \$, était composé d'apports en nature.

La fiducie a droit à tout intérêt gagné sur le solde des fonds. Un sommaire de la situation financière de la fiducie au 31 mars 2018 est présenté ci-dessous.

Situation financière au 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Encaisse et débiteurs	6 138 175	17 405 555
Actifs en voie d'aménagement	21 414 727	3 371 952
Total de l'actif	27 552 902	20 777 507
Créditeurs et frais courus	(2 325 348)	(250 816)
Actif net	25 227 554	20 526 691

Produits et charges au 31 mars 2018

	31 mars 2018	31 mars 2017
	\$	\$
Produits		
Produits philanthropiques	3 801 887	17 500 000
Revenus affectés	776 628	-
Total des produits	4 578 515	17 500 000
Produits cumulés (depuis la création de la fiducie)	25 078 515	20 500 000

	31 mars 2018	31 mars 2017
	\$	\$
Coûts directs des projets		
Planification et mise en place	1 324 033	2 452 678
Mise en œuvre et construction	16 538 742	-
Consultation publique et marketing	-	119 678
Frais de gestion des projets	180 000	180 000
Total des charges	18 042 775	2 752 356
Charges cumulées (depuis la création de la fiducie)	21 414 727	3 371 952

20. Statut de donateur reconnu

Au cours de l'exercice, la Société a été inscrite auprès de l'Agence du revenu du Canada comme donataire reconnu et peut désormais délivrer des reçus officiels pour les dons ainsi que recevoir des dons d'organismes de bienfaisance enregistrés. Le statut est en vigueur depuis le 24 juin 2016, la Société n'a reçu aucun don au 31 mars 2018.

Société de revitalisation du secteur riverain de Toronto

Notes complémentaires aux états financiers

31 mars 2018

21. Passif éventuel

- a) En vertu des conditions des accords relatifs aux apports, la Société mettra à couvert la responsabilité de la Ville, de la Province de l'Ontario et du gouvernement du Canada, de même que de leurs dirigeants, employés et mandataires, à l'égard des réclamations, pertes, dommages, coûts, frais, actions et autres procédures liées à une blessure, à un décès, ou à des dommages matériels, à une violation de droits ou à tout autre type de préjudice découlant de tout acte négligent ou délibéré ou de toute omission ou tout retard de la Société, de ses administrateurs, dirigeants, employés, entrepreneurs, mandataires ou sous-traitants dans le cadre de la réalisation d'un projet ou en raison d'un projet, sauf si la blessure, la perte ou le dommage a été provoqué par la Ville, la Province de l'Ontario et/ou le gouvernement du Canada ou leurs dirigeants, employés ou mandataires respectifs.

La Société exige que tous les bénéficiaires admissibles mettent à couvert la Société selon les mêmes principes que ceux décrits ci-dessus.

La Société exige que la plupart des sous-traitants mettent à couvert le gouvernement et la Société, de même que leurs dirigeants, employés et mandataires respectifs à l'égard des réclamations, obligations et demandes relatives à des blessures (y compris des décès), à la perte ou la destruction de biens matériels, et à la violation de droits, le tout découlant directement :

- (i) du non-respect de toute condition du contrat par un tiers ou par l'un de ses dirigeants, employés ou mandataires; ou
 - (ii) de toute omission ou de tout acte négligent ou délibéré de la part d'un sous-traitant ou de l'un de ses dirigeants, employés ou mandataires relativement au projet applicable.
- b) En vertu de l'accord de livraison avec chaque bénéficiaire admissible, respectivement, la Société met à couvert le bénéficiaire admissible et ses dirigeants, employés et mandataires à l'égard de toute réclamation relative à une perte découlant directement :
- (i) du non-respect, par la Société, de l'accord de livraison ou des documents ou attestations fournis en vertu de cet accord; ou
 - (ii) de toute omission ou de tout acte négligent ou délibéré de la part de la Société, de ses dirigeants, administrateurs, employés ou mandataires relativement au projet.

La direction tente de limiter l'exposition de la Société au titre de ces indemnisations par la souscription d'assurance des administrateurs et des dirigeants, la répartition du risque aux bénéficiaires admissibles et aux sous-traitants (décrits ci-dessus), l'application des politiques et procédures de la Société et des bénéficiaires admissibles, et la surveillance accrue, s'il y a lieu.

- c) La Société a conclu plusieurs accords d'aménagement avec de tiers constructeurs relativement aux terrains situés dans les quartiers West Don Lands et East Bayfront. En vertu de ces accords, la Société a fourni aux constructeurs certaines déclarations en matière d'avancement, qui sont fondées sur des obligations particulières de la Société en matière d'aménagement. Ces déclarations se rapportent principalement aux retards. Le passif éventuel maximal futur lié à ces déclarations s'élève à 7,5 millions de dollars au titre d'un accord d'aménagement avec un constructeur. Même si les montants au titre des autres accords d'aménagement ne peuvent être déterminés, ils sont limités aux charges engagées et aux débours engagés dans le cadre de l'aménagement. Aucun montant pour ces déclarations n'a été inscrit dans les états financiers. La direction tente de limiter l'exposition potentielle de la Société au titre de ces garanties en adoptant de saines pratiques d'établissement des échéances, des coûts et de champ d'application.
- d) La Société a conclu un accord d'accès municipal avec la Ville de Toronto relativement à l'entretien continu et à l'élimination potentielle de conduites d'énergie urbaines dans le quartier West Don Lands. La direction estime le passif potentiel maximal à 1 600 000 \$. À l'heure actuelle, ces coûts ne sont pas provisionnés.

22. Chiffres comparatifs

Certains chiffres comparatifs ont été reclassés afin de les rendre conformes à la méthode de présentation de l'exercice courant.

Financial statements of

Toronto Waterfront Revitalization Corporation
(c.o.b. as Waterfront Toronto)

March 31, 2018

Toronto Waterfront Revitalization Corporation

March 31, 2018

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Management's Responsibility for the Financial Statements

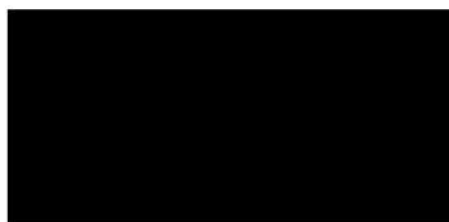
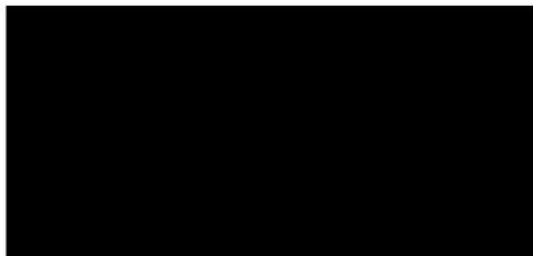
June 28, 2018

The integrity and objectivity of the accompanying financial statements of the Toronto Waterfront Revitalization Corporation ("the Corporation") is the responsibility of management. These financial statements have been prepared in accordance with Canadian public sector accounting standards established by the Chartered Professional Accountants of Canada (CPA Canada). Significant accounting policies of the Corporation are described in Note 2 to the financial statements.

Management is also responsible for maintaining a system of internal controls designed to provide reasonable assurance that assets are safeguarded, transactions are properly authorized and recorded, and reliable financial information is available on a timely basis for the preparation of the financial statements.

Management meets with the external auditors, the Finance, Audit and Risk Management Committee and the Board of Directors to review the financial statements and discuss any significant financial reporting or internal control matters prior to approval of the financial statements.

The financial statements have been audited by BDO Canada LLP, the independent external auditors appointed by the Board of Directors. The accompanying Independent Auditor's Report outlines Management's responsibilities, the auditor's responsibilities, the scope of its examination and its opinion on the Corporation's financial statements.



Independent Auditor's Report

**To the Board of Directors of
Toronto Waterfront Revitalization Corporation**

We have audited the accompanying financial statements of Toronto Waterfront Revitalization Corporation, which comprise the statement of financial position as at March 31, 2018, and the statements of financial activities, remeasurement gains and losses, changes in net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian public sector accounting standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Toronto Waterfront Revitalization Corporation as at March 31, 2018, and the results of its operations, its remeasurement gains and losses and its cash flows for the year then ended, in accordance with Canadian public sector accounting standards.

Chartered Professional Accountants, Licensed Public Accountants
Mississauga, Ontario
June 28, 2018

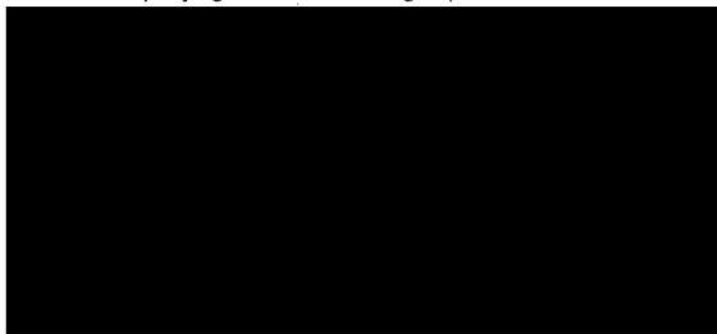
Toronto Waterfront Revitalization Corporation

Statement of financial position

as at March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Assets		
Current assets		
Cash (Note 9)	42,189,860	16,966,265
Short-term investments	17,131,766	15,052,356
Receivables (Note 3)	2,181,400	18,072,577
Deposits and prepaid expenses and other assets (Note 4)	7,442,441	4,785,015
	68,945,467	54,876,213
Restricted cash and investments (Note 5)	12,496,396	11,484,278
Assets under development (Note 6)	346,825,441	300,135,354
Capital assets (Note 7)	88,725,244	87,699,936
Other assets (Note 8)	34,181	26,625
	517,026,729	454,222,406
Liabilities and net assets		
Current liabilities		
Accounts payable and accrued liabilities (Note 10)	21,848,815	6,700,489
Deferred contributions (Note 11)	57,429,281	45,446,291
Other liabilities and settlements (Note 12)	1,084,505	466,631
	80,362,601	52,613,411
Other liabilities and settlements (Note 12)	4,688,183	5,491,844
	85,050,784	58,105,255
Net assets (Note 13)	431,975,945	396,117,151
	517,026,729	454,222,406

The accompanying notes are an integral part of the financial statements.



Toronto Waterfront Revitalization Corporation

Statement of financial activities

as at March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Revenue		
City of Toronto	49,006,608	5,804,106
Other restricted contributions	3,209,591	4,027,662
Province of Ontario	-	4,000,000
	52,216,199	13,831,768
Less: Government contributions for assets under development	(35,733,103)	(11,471,822)
Increase/(decrease) in deferred contributions for continuing operations related to future periods	(11,982,990)	12,896,550
	4,500,106	15,256,496
Expenses (Note 14)		
Strategic Initiatives	4,110,060	4,882,400
Complete Communities	2,725,101	7,934,825
Eastern Waterfront Transit	1,195,769	827,720
Public Places	467,743	699,530
	8,498,673	14,344,475
(Deficiency)/Excess of revenues over expenses before other items	(3,998,567)	912,021
Net other operating income (Note 17)	2,595,916	2,148,935
Other income from sale of land (Note 18)	1,520,328	3,326,343
Excess of revenues over expenses	117,677	6,387,299

The accompanying notes are an integral part of the financial statements.

Toronto Waterfront Revitalization Corporation

Statement of remeasurement gains and losses

year ended March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Accumulated remeasurement gains, beginning of the year	127,371	1,635
Unrealized gains (losses) attributable to foreign currency transactions	190,043	-
short term investments	(182,029)	125,736
Net remeasurement gains for the year	8,014	125,736
Accumulated remeasurement gains, end of the year	135,385	127,371

Statement of changes in net assets

year ended March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Net assets, beginning of year	396,117,151	404,781,843
Add: Excess of revenue over expenses	117,677	6,387,299
Add: Net remeasurement gains	8,014	125,736
Less: transfer of assets to Government	-	(26,649,549)
Add: Government contributions for assets under development	35,733,103	11,471,822
Net assets, end of the year	431,975,945	396,117,151

The accompanying notes are an integral part of the financial statements.

Toronto Waterfront Revitalization Corporation

Statement of cash flows

year ended March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Cash flows from operating activities		
Cash received from:		
Unrestricted contributions for operating activities	17,797,717	12,063,680
Government and other restricted contributions for operating activities	7,311,432	13,339,336
Sales tax rebates	2,137,055	2,844,370
Net rental income received for operating activities	1,754,451	2,276,602
Investment income received for operating activities	294,073	116,685
	29,294,728	30,640,673
Cash paid for:		
Planning and implementation expenses	(18,061,049)	(11,843,197)
Project support expenses	(8,703,568)	(8,105,228)
Transfer payments	(540,730)	(788,500)
	(27,305,347)	(20,736,925)
Net cash received from operating activities	1,989,381	9,903,748
Cash flows from capital activities		
Cash received from government contributions for assets under development	46,717,433	16,962,658
Cash used to acquire assets under development	(20,481,855)	(15,210,574)
Cash used to acquire capital assets	(602,433)	(321,717)
Net cash received for capital activities	25,633,145	1,430,367
Cash flows from investing activities		
Cash used to purchase additional security investments	(2,389,564)	(1,621,362)
Invested in restricted cash	(9,368)	86,430
Cash received from short term investments redemption	-	1,000,000
Net cash paid from investment activities	(2,398,931)	(534,932)
Increase in cash	25,223,595	10,799,183
Cash, beginning of the year	16,966,265	6,167,082
Cash, end of the year	42,189,860	16,966,265

The accompanying notes are an integral part of the financial statements.

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

1. Description of Corporation

The Toronto Waterfront Revitalization Corporation (the "Corporation" or "TWRC") was initially incorporated on November 1, 2001 under the Ontario Business Corporations Act with the Province of Ontario being its sole shareholder.

Pursuant to the Toronto Waterfront Revitalization Corporation Act, 2002 (the "Act"), the Corporation was continued as a corporation without share capital on May 15, 2003. The Corporation is deemed not to be a Crown Agency within the meaning of the Crown Agency Act.

Under the Act, the Corporation's objects are to:

- (a) implement a plan that enhances the economic, social and cultural value of the land in the designated waterfront area and create an accessible and active waterfront for living, working and recreation and to do so in a fiscally and environmentally responsible manner;
- (b) ensure that ongoing development in the designated waterfront area can continue in a financially self-sustaining manner;
- (c) promote and encourage involvement of the private sector in the development of the designated waterfront area;
- (d) encourage public input into the development of the designated waterfront area; and
- (e) engage in such other activities as may be prescribed by regulation.

2. Significant accounting policies

(a) Basis of presentation

These financial statements have been prepared in accordance Canadian public sector accounting standards for not-for-profit organizations including the 4200 series of standards contained in the Chartered Professional Accountants (CPA) handbook.

(b) Revenue recognition

The Corporation follows the deferral method of accounting for restricted contributions. Under this method, restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Restricted contributions for which the related restrictions remain unfulfilled are accumulated as deferred contributions.

Contributions used for the purchase of amortized capital assets are deferred and amortized into revenue at a rate corresponding with the amortization rate for the related capital assets. Contributions for the purchase of non-amortized capital assets such as land as well as assets under development which will be transferred to government(s) upon completion are recognized as a direct contribution to net assets.

Under the Contribution Agreements, contributions from the Governments can only be applied towards payments of eligible costs in respect of project activities, as defined in the Contribution Agreements. Unrestricted contributions such as other operating items are recognized as revenue in the current period.

In addition to contributions, the Corporation has several other revenue streams, which it accounts for as follows:

(i) Property Operations: Property revenues primarily consist of rental revenues from leasing activities and parking operations. Revenues from parking operations are recognized at the point of service on a cash basis. Property rental income is recognized as it is earned over the course of a tenants lease. Waterfront Toronto has retained substantially all of the risks and benefits of ownership of the properties which it rents out and therefore accounts for leases with its tenants as operating leases. Rental revenue includes recoveries of operating expenses, including property, capital and similar taxes. Operating expense recoveries are recognized in the period that they are chargeable to tenants.

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

2. Significant accounting policies (con't)

(ii) **Land Sales:** The gain or loss from the sale of real property owned by TWRC is recognized when title passes to the purchaser (control is transferred) upon closing at which time all or substantially all of the funds are receivable, or have been received, and the conditions of the sale have been completed.

(iii) **Delivery Agreements:** The Corporation has entered into certain agreements to deliver construction management and development services. Under these agreements, TWRC bills eligible costs to clients as they are incurred. Revenue from delivery agreements is recognized at the time of billing, when the costs become measurable and collection is reasonably assured.

(c) Financial instruments

Financial instruments are recorded at cost when acquired, except for contributions that are recorded at fair value. In subsequent periods, investments traded in an active market are reported at fair value, with any unrealized gains and losses reported in the statement of remeasurement gains and losses. All other financial instruments are recorded at cost or amortized cost less impairment, if applicable. Financial assets are tested for impairment when changes in circumstances indicate the asset could be impaired. Transaction costs on the acquisition, sale or issue of financial instruments are expensed for those items remeasured at fair value at each balance sheet date and charged to the financial instrument for those measured at amortized cost.

Financial instruments that are measured subsequent to initial recognition at fair value are grouped into Levels 1 to 3 based on the degree to which the fair value is observable:

(i) **Level 1:** Fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities using the last bid price;

(ii) **Level 2:** Fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

(iii) **Level 3:** Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Short-term investments consist of guaranteed investment certificates (GICs) and cashable bonds, which mature in December 2019. GICs are classified as Level 1 in the fair value hierarchy whereby their fair value is based on quoted prices in active markets for identical assets. Cashable bonds are classified as level 2 in the fair value hierarchy whereby their fair value is based on inputs other than quoted prices included in level 1 that are observable for the asset either directly or indirectly. There have been no transfers from Level 1, Level 2 or Level 3.

(d) Transfer payments and grants

The Corporation has entered into agreements with third parties who are responsible for managing various projects on Toronto's Waterfront. Expenditures related to these projects are recorded in the statement of financial activities as transfer payments and grants. Under the terms of the agreements, the Corporation does not assume ownership or ongoing operational responsibility during development or upon project completion.

(e) Allocation of general support expenses

The Corporation incurs a number of general support expenses that are common to the administration of the organization and each of its projects. General support expenses are incurred to support the functional areas of construction/implementation, planning, design and approvals, and project management. The expenses are allocated using a burden rate based on general support expenses as a proportion of direct labour costs.

(f) Taxes

The Corporation is exempt from income taxes pursuant to paragraph 149(1) (d.3) of the Income Tax Act (Canada) and is eligible to claim a rebate of approximately 86.5% for HST paid on property and services acquired pursuant to section 123(1)(b) of the Excise Tax Act. TWRC is registered with the Canada Revenue Agency as a qualified donee and is eligible to issue official donation receipts and receive gifts from registered charities.

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

2. Significant accounting policies (con't)

(g) Assets under development

Assets under development represent those investments in assets which the Corporation has been directed to develop under an executed agreement and the Corporation has actual or beneficial ownership over during the development stage. Land under development under this category represents all costs associated with getting a parcel of land site ready for development, including costs associated with contracting with a developer, rezoning, and soil management and treatment.

Upon substantial completion these assets are either transferred to a respective government who assumes ownership and ongoing operational responsibility, transferred to capital assets for those assets the Corporation continues to have actual or beneficial ownership over, or sold to a third party. The assets transferred to a respective government are considered a related party transaction and the difference between cost and proceeds is recorded directly to net assets. Any gain or loss on assets sold to a third party is recorded through the statement of financial activities.

Assets under development are recognized at cost, are not amortized and include both direct project costs as well as overhead costs directly attributable to the asset under development.

(h) Capital assets

Capital assets are recorded at cost less accumulated amortization. With the exception of land which is not amortized. Capital assets less residual value are amortized on a straight-line basis over their estimated useful lives as follows:

Parking facility	10 years
Computer hardware and software	3 years
Leasehold improvements	5 years
Furniture and fixtures	5 years
Office equipment	5 years

The cost incurred to enhance the service potential of a capital asset, including land, is a betterment and capitalized to the asset. Repairs and maintenance costs are charged to expense. When a capital asset no longer contributes to the Corporation's ability to provide services or the value of future economic benefits associated with the capital asset is less than its net book value, the carrying value of the capital asset is reduced to reflect the decline in the asset's value.

(i) Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. The items subject to the most significant estimates are the amortization and impairment of capital assets, accrued liabilities, deferred revenue and accrued benefit liability.

(j) Trusts under administration

Trusts administered by TWRC are not consolidated in the financial statements as they are not controlled by the Corporation.

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

3. Receivables

	March 31, 2018	March 31, 2017
	\$	\$
HST receivable	1,182,501	162,480
Rent and other receivables	998,899	1,787,386
Sale of parking facility (Note 18)	-	11,687,382
Developer receivables	-	4,000,000
City of Toronto	-	435,329
	2,181,400	18,072,577

4. Deposits and prepaid expenses

	March 31, 2018	March 31, 2017
	\$	\$
Construction deposits	4,464,939	4,464,939
Prepaid expenses	2,959,506	287,610
Current portion of prepaid expenses and rent receivables (Note 8)	17,996	32,467
	7,442,441	4,785,015

The Corporation has provided the City of Toronto (the "City") and Toronto Hydro with certain construction deposits to guarantee satisfactory performance, completion of work and related obligations required for the construction of municipal and hydro infrastructure by the Corporation. The construction deposits will be released to Waterfront Toronto at the expiration of certain performance and guarantee periods. The construction deposits paid to the City of \$2,181,199 (2017 - \$2,181,199) are non-interest bearing; and the construction deposits outstanding from Toronto Hydro of \$2,283,740 (2017 - \$2,283,740) will be returned to TWRC including interest at the Prime Business Rate set by the Bank of Canada less two percent.

5. Restricted cash and investments

The Corporation has received deposits that are subject to restrictions that prevent its use for operating purposes, as outlined below:

	March 31, 2018	March 31, 2017
	\$	\$
East Bayfront public art	3,174,803	3,130,500
Deposit - Broadband services	2,803,370	2,803,370
Deposit - Bayside project agreement	2,155,938	2,125,852
West Don Lands security fund	1,574,638	1,574,638
East Bayfront child care facility	1,468,641	1,448,147
Holdbacks payable (including HST)	1,101,631	110,129
Escrow Account - River city development	217,375	291,642
	12,496,396	11,484,278

West Don Lands Security funds of \$1,574,638 represent financial security for municipal infrastructure necessary for West Don Lands Phase 1 development to be released to Waterfront Toronto in fiscal year 2018/19.

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

6. Assets under development

The following table details assets under development by category:

	March 31, 2018	March 31, 2017
	\$	\$
Roads, public realm, utilities	255,207,795	244,640,810
Land under development	73,929,074	39,838,237
Parkland	17,688,572	15,656,307
	346,825,441	300,135,354

The following table details assets under development by precinct:

	Complete Communities	The Port Lands	Public Places	Quayside	Total
	\$	\$	\$	\$	\$
Opening balance, April 1, 2017	288,445,905	1,464,729	8,952,201	1,272,519	300,135,354
Capital additions	9,891,719	27,637,370	1,155,877	882,711	39,567,676
Direct project management - Note 14	1,102,710	829,300	247,336	783,194	2,962,540
General and support expenses - Note 14	1,498,725	1,299,854	326,722	1,034,570	4,159,871
Balance, March 31, 2018	300,939,059	31,231,253	10,682,136	3,972,994	346,825,441

There were no transfers of completed assets during the year ended March 31, 2018.

7. Capital assets

	Cost	March 31, 2018 Accumulated Amortization	Cost	March 31, 2017 Accumulated Amortization
	\$	\$	\$	\$
Land	87,305,565	-	87,305,565	-
Computer hardware and software	4,178,438	3,033,392	3,224,739	2,874,875
Leasehold improvements	963,034	698,138	720,569	681,895
Furniture and fixtures	669,843	660,215	665,537	660,040
Office equipment	269,054	268,945	269,054	268,718
	93,385,934	4,660,690	92,185,464	4,485,528
Cost less accumulated amortization		88,725,244		87,699,936

Land is recorded at cost in accordance with the significant accounting policy. Certain land, known as Quayside, has approximately 2,700,000 square feet zoned for development.

The Corporation owns land containing environmental contamination. The costs associated with the Corporation's environmental remediation, which depends on the ultimate use of the lands, will be recognized in the period when an obligation arises.

The Corporation owns buildings on a number of its properties. As none of the buildings are intended for use other than on a temporary rental basis and all will ultimately be demolished, they have been recorded at a carrying value of \$Nil (2017 - \$Nil).

8. Other assets

	March 31, 2018	March 31, 2017
	\$	\$
Developer receivable	-	26,625
Prepaid expenses and rent receivables	52,177	32,467
	52,177	59,092
Less: current portion (Note 4)	(17,996)	(32,467)
	34,181	26,625

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

9. Credit facility

In 2015, the Corporation secured a revolving credit facility which provides for a maximum borrowing amount of \$40 million. The facility bears interest at the Canadian Prime less 0.25%. The interest rate was 3.20% at March 31, 2018 (2017 - 2.45%). The facility is secured by a first lien interest over several of the Corporation's real properties in the City of Toronto and a General Security Agreement creating a first priority interest over property of the Corporation not obtained through a contribution agreement, including accounts receivable. At March 31, 2018, the available borrowing limit is \$37 million as a result of a Letter of Credit issued by Waterfront Toronto during the year to the Department of Fisheries and Oceans for the Cherry Street Stormwater and Lakefilling project.

Under the current financing agreement, the Corporation is subject to a financial covenant. The revolving credit facility stipulates that the Corporation must ensure that the most recent appraised value of the properties which secure the facility at all times provide a minimum of 150% coverage for the outstanding amount of credit. As at March 31, 2018, the Corporation is in compliance with this covenant and expects to be in compliance for the next 12 months.

10. Accounts payable and accrued liabilities

	March 31, 2018	March 31, 2017
	\$	\$
Accrued liabilities	17,946,776	5,555,936
Accounts payable	2,905,404	1,047,093
Holdbacks payable	996,635	97,460
	21,848,815	6,700,489

11. Deferred contributions

Deferred contributions represent project specific contributions from Governments which have not been applied to eligible costs at March 31, 2018, as well as contributions received for the acquisition of capital assets which have yet to be amortized.

	March 31, 2018	March 31, 2017
	\$	\$
Expenditures of future periods		
Balance, beginning of year	45,051,919	50,925,223
Additional contributions	16,658,257	2,235,715
Less: amounts recognized as revenue	(4,324,944)	(8,109,019)
Balance, end of year	57,385,232	45,051,919
Capital contributions		
Balance, beginning of year	394,372	7,417,618
Add: contributions for acquisition of capital assets and assets under development	35,557,942	11,596,053
Less: direct contribution to net assets	(35,733,103)	(11,471,822)
Less: amount amortized to revenue	(175,162)	(7,147,477)
Balance, end of year	44,049	394,372
	57,429,281	45,446,291

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

12. Other liabilities and settlements

Other liabilities and settlements largely represent security and developer deposits.

	March 31, 2018	March 31, 2017
	\$	\$
Deposit - broadband services	2,525,038	2,989,064
Deposit - Bayside project agreement	2,163,145	2,131,658
Deposit - rent and other	1,084,505	466,631
Accrued benefit liability	-	371,122
Total other liabilities	5,772,688	5,958,475
Less: current portion	(1,084,505)	(466,631)
	4,688,183	5,491,844

13. Net assets

a) Net assets recorded on the Statement of Financial Position are comprised of the following:

	March 31, 2018	March 31, 2017
	\$	\$
Invested in capital assets (net of deferred capital contributions)	87,305,565	87,305,565
Invested in assets under development	346,825,441	300,135,354
Unrestricted (deficit)/surplus (Note 13b)	(2,290,446)	8,548,861
Accumulated re-measurement gains	135,385	127,371
	431,975,945	396,117,151

b) Unrestricted surplus/(deficit)

	March 31, 2018	March 31, 2017
	\$	\$
Unrestricted surplus/(deficit), opening balance	8,548,861	(1,390,549)
Excess of revenue over expenses	117,677	6,387,299
Contributed capital for parking facility	-	9,750,638
Transfer to assets under development	(10,956,984)	(6,198,527)
Unrestricted (deficit)/surplus, closing balance	(2,290,446)	8,548,861

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

14. Expenses by Precinct and Function

	Strategic Initiatives	Complete Communities	Eastern Waterfront Transit	Public Places	Quayside	The Port Lands	Total March 31, 2018
	\$	\$	\$	\$	\$	\$	\$
<i>Direct project costs:</i>							
Transfer payments and grants	-	-	-	58,319	-	-	58,319
Project planning and implementation costs	104,537	1,511,521	728,963	315,928	(30)	(154,759)	2,506,161
Project management - salaries, fees and benefits	1,725,775	1,643,695	201,123	287,615	783,194	984,021	5,625,423
Less project management - salaries, fees and benefits related to assets under development (Note 6)	-	(1,102,710)	-	(247,336)	(783,194)	(829,300)	(2,962,540)
	1,830,312	2,052,506	930,085	414,526	(30)	(37)	5,227,362
<i>General expenses:</i>							
Salaries, fees and benefits	1,421,395	1,353,792	165,650	236,888	645,060	810,467	4,633,252
General and office administration	476,551	453,886	55,538	79,421	216,269	271,725	1,553,390
Communications, marketing and government relations	196,576	187,227	22,909	32,761	89,211	112,086	640,770
Information technology	185,225	176,415	21,586	30,869	84,059	105,614	603,769
	2,279,748	2,171,320	265,683	379,939	1,034,599	1,299,892	7,431,181
Less general & support costs allocated to assets under development (Note 6)	-	(1,498,725)	-	(326,722)	(1,034,570)	(1,299,854)	(4,159,871)
	4,110,060	2,725,101	1,195,769	467,743	-	-	8,498,673

General expenses for the year ending March 31, 2018 have been allocated to precincts using an overhead burden rate of 1.32 (2017 - 1.66) for every \$1 of direct labour (project management - salaries and benefits). Total salaries, fees and benefits for the Corporation were \$10,258,675 for the year ending March 31, 2018 (2017 - \$10,411,359) comprising direct project management salaries, fees and benefits of \$5,625,423 (2017 - \$4,730,643) and general salaries, fees and benefits of \$4,633,252 (2017 - \$5,680,716).

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

14. Expenses by Precinct and Function (Cont.)

	Strategic Initiatives	Complete Communities	Eastern Waterfront Transit	Public Places	Quayside	The Port Lands	Total March 31, 2017
	\$	\$	\$	\$	\$	\$	\$
<i>Direct project costs:</i>							
Transfer payments and grants	-	-	-	552,426	-	-	552,426
Project planning and implementation costs	268,059	3,665,110	409,881	(6,449)	(6,758)	(500,772)	3,829,074
Amortization	-	1,245,675	-	-	-	-	1,245,675
Project management - salaries, fees and benefits	1,731,787	2,296,457	159,265	138,129	217,064	187,942	4,730,643
Less Project management - salaries, fees and benefits related to assets under development (Note 6)	-	(1,185,506)	(6,523)	(100,416)	(217,064)	-	(1,509,509)
	1,999,846	6,021,736	562,623	583,690	(6,758)	(312,830)	8,848,308
<i>General expenses:</i>							
Salaries, fees and benefits	2,079,589	2,757,663	191,251	165,870	260,657	225,688	5,680,716
General and office administration	383,879	509,048	35,304	30,619	48,116	41,661	1,048,625
Communications, marketing and government relations	216,470	287,052	19,908	17,266	27,133	23,492	591,321
Information Technology	202,617	268,683	18,634	16,161	25,396	21,989	553,480
	2,882,554	3,822,445	265,097	229,916	361,303	312,830	7,874,142
Less general & support costs allocated to assets under development (Note 6)	-	(1,909,356)	-	(114,076)	(354,545)	-	(2,377,975)
	4,882,400	7,934,825	827,720	699,530	-	-	14,344,475

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

15. Commitments

The Corporation has corporate lease commitments of \$4,894,563 until March 31, 2023.

16. Risk disclosures

(i) Credit risk:

Credit risk arises from cash, short term investments, restricted cash and investments held with banks and credit exposure to governments and other debtors, including accounts receivable. The maximum exposure to credit risk is equal to the carrying value (net of allowances) of the financial assets. The objective of managing counterparty credit risk is to prevent losses on financial assets. The Corporation assesses the credit quality of funding partners and debtors, taking into account their financial position, past experience and other factors.

(ii) Liquidity risk:

Liquidity risk is the risk the Corporation will not be able to meet its financial obligations as they fall due. The Corporation's objective in managing liquidity risk is to ensure that it will always have sufficient liquidity to meet its commitments when due, without incurring unacceptable losses or risking damage to the Corporation's reputation. The Corporation manages exposure to liquidity risk by closely monitoring supplier and other liabilities; by focusing on debtor collection; and by requesting government funding in advance.

(iii) Market risk:

Market risk is the risk that changes in market prices, such as interest rates, will affect the fair value of recognized assets and liabilities or future cash flows of the Corporation's operations. The Corporation is exposed to changes in interest rates, which may impact interest revenue on short term investments. At March 31, 2018 had prevailing interest rates raised or lowered by 1% with all other variables held constant excess revenues over expenses would have increased or decreased by \$151,665 (2017 - \$84,098).

(iv) Currency risk: The Corporation has cash denominated in U.S. dollars and is exposed to currency risk. Included in the statement of financial position is \$4,638,905 of cash which has been translated from its U.S. denominated amount.

17. Net other operating income

	March 31, 2018	March 31, 2017
	\$	\$
Rental, parking and other income	4,382,644	4,450,962
Less: operating expenses	(2,850,393)	(3,125,628)
	1,532,251	1,325,334
Interest	841,504	506,835
Other income	222,161	316,766
Net other operating income	2,595,916	2,148,935

18. Other income from sale of land

During the year ended March 31, 2018, the Corporation received \$1,520,328 as a closing payment associated with the sale of a parcel of land in East Bayfront owned by the City of Toronto.

	March 31, 2018	March 31, 2017
	\$	\$
Sale of parking facility proceeds from sale	-	11,687,382
Less: Net book value	-	(15,679,992)
Less: Costs associated with the sale	-	(381,047)
Loss on sale of parking facility	-	(4,373,657)
Sale of East Bayfront land	1,520,328	7,700,000
Net gain on sale of land and parking facility	1,520,328	3,326,343

Toronto Waterfront Revitalization Corporation

Notes to the financial statements

March 31, 2018

19. Trust under administration

In February of 2016, the Corporation became the administrator of the Project Under Gardiner fund (The Bentway). Based on the Memorandum of Understanding dated December 22, 2015, the total cost of the Project Under Gardiner is expected to total \$25,000,000, of which \$23,500,000 will flow to the Corporation from the City of Toronto to be used towards the execution of the project. The current estimated cost of the project is \$26,563,159 due to additional scope pursuant to the delivery agreement between the Corporation and the City of Toronto for the Events Dock and Garisson project and the Bentway Conservancy project agreement. Up until March 31, 2018 the Corporation has received \$25,078,515.

During the year ended March 31, 2018, the total cost to the Corporation for management of the Project Under Gardiner was \$237,196 in direct payroll charges, of which \$180,000 was charged to the fund (see project management fees below), the balance of \$57,196 being in-kind contributions.

The trust is entitled to any interest earned on the balance of funds. A summary of the trust's financial position, as at March 31, 2018, is as follows:

Financial Position as at March 31, 2018

	March 31, 2018	March 31, 2017
	\$	\$
Cash and accounts receivable	6,138,175	17,405,555
Assets under development	21,414,727	3,371,952
Total assets	27,552,902	20,777,507
Accounts payable and accrued liabilities	(2,325,348)	(250,816)
Net assets	25,227,554	20,526,691

Revenues and expenditures as of March 31, 2018

	March 31, 2018	March 31, 2017
Revenues	\$	\$
Philanthropic revenue	3,801,887	17,500,000
Restricted revenue	776,628	-
Total revenues	4,578,515	17,500,000
Cumulative revenues (from inception of trust)	25,078,515	20,500,000

	March 31, 2018	March 31, 2017
Direct Project Costs	\$	\$
Planning and implementation	1,324,033	2,452,678
Implementation and construction	16,538,742	-
Public consultation and marketing	-	119,678
Project management fees	180,000	180,000
Total expenditures	18,042,775	2,752,356
Cumulative expenditure (from inception of trust)	21,414,727	3,371,952

20. Qualified Donee Status

During the year, TWRC was registered with the Canada Revenue Agency as a qualified donee and is now eligible to issue official donation receipts and receive gifts from registered charities. The status is effective June 24, 2016 and as at March 31, 2018, the Corporation had not received any donation or gifts.

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are withheld
pursuant to paragraph
20(1)(b), 20(1)(c) & 20(1)(d)
of the *Access to Information Act***

**La/les page(s) 773 à 808
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)b), 20(1)c) & 20(1)d)
de la *loi sur l'accès à l'information***